CARR

MARVEL UK

# the EXPLOITS of SPIDER-MAN

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NUMBER TWENTY SEVEN
19th October 1994

100 PAGES OF MAXIMUM MAYHEM!

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MAXIMUM CARNAGE COMPETITION! TEN COPIES TO BE WON!

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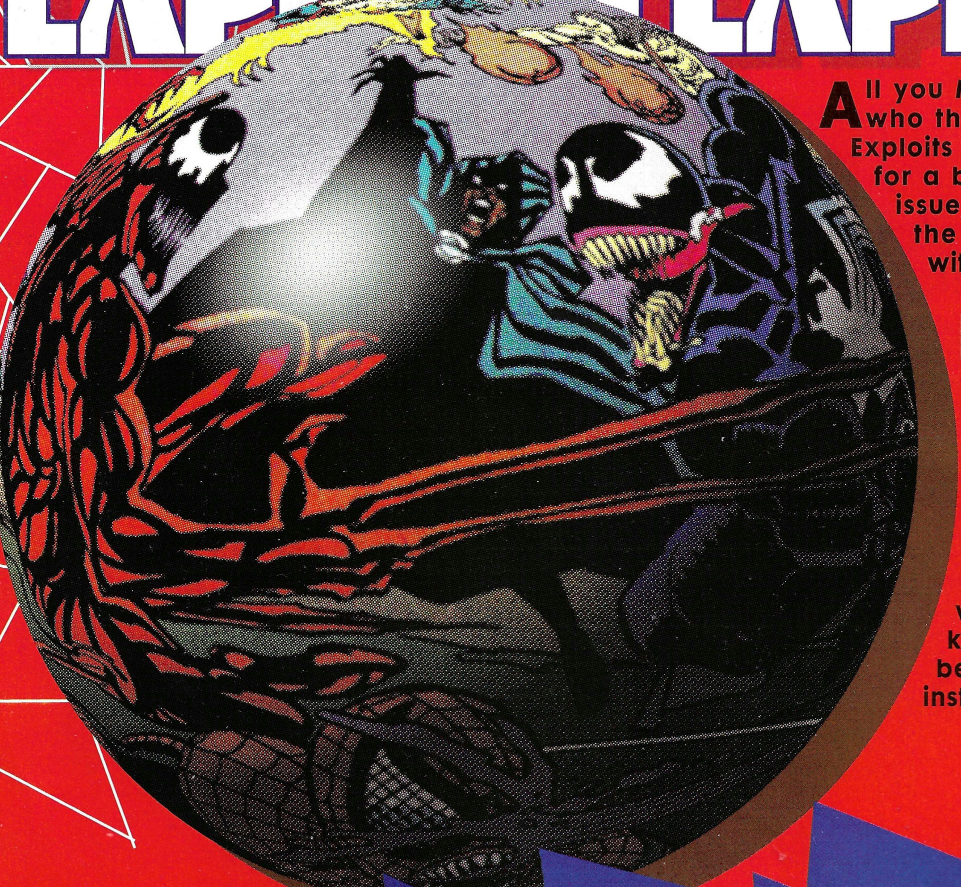
# EXPLOITS EXPLOSION



All you Maximum Carnage fans out there who thought that your monthly dose of Exploits just couldn't get any better are in for a big surprise! Because this month's issue, in case you hadn't realised from the cover, is pumped up to the max with Maximum Carnage!

Not only have we got your usual double dose of Maximum Carnage comic action, but we've also got an exclusive review of, what is by all accounts, this year's hottest video game!

Then, as if that wasn't staggering enough, we've got TEN copies of the game on various formats to be won! So if you want to be the first kid on your street to own a copy, best you stop reading this and turn instead to pages 76 & 77.

David

# WEBLINE

**MAXIMUM CARNAGE - PART 8: *HATE IS IN THE AIR*..3**
Armed with the Fantastic Four's sonic gun, Spider-Man and his band of battle-weary heroes set out to confront Carnage.

**LONDON'S GRAND CHRISTMAS PARADE COMPETITION!.......................................26**
Win V.I.P. tickets to this year's London Christmas parade.

**MAXIMUM CARNAGE - PART 9: *THE TURNING POINT*.......................................27**
Spidey and Firestar are forced to re-evaluate their moral standpoint in the face of the Carnage family's vile methods.

**SPIDER-MAN: THE FILM........51**
The first in a regular series on the making of a comic book film legend.

**SPIDER-MAN 2099 ...............52**
Spider-Man returns to New York City to find his mother wrapped up in yet another Thor Cult.

**MAXIMUM CARNAGE VIDEO GAME REVIEW AND COMPETITION.........................76**
Fantastic Maximum Carnage competition! Your chance to win your own copy, thanks to **Acclaim Ent**.

**AMAZING SPIDER-MAN.....78**
Spidey battles the Clown and his Masters of Menace.

**EXPLOITS EXTRA...................99**
Win a Spider-Man Hologram!

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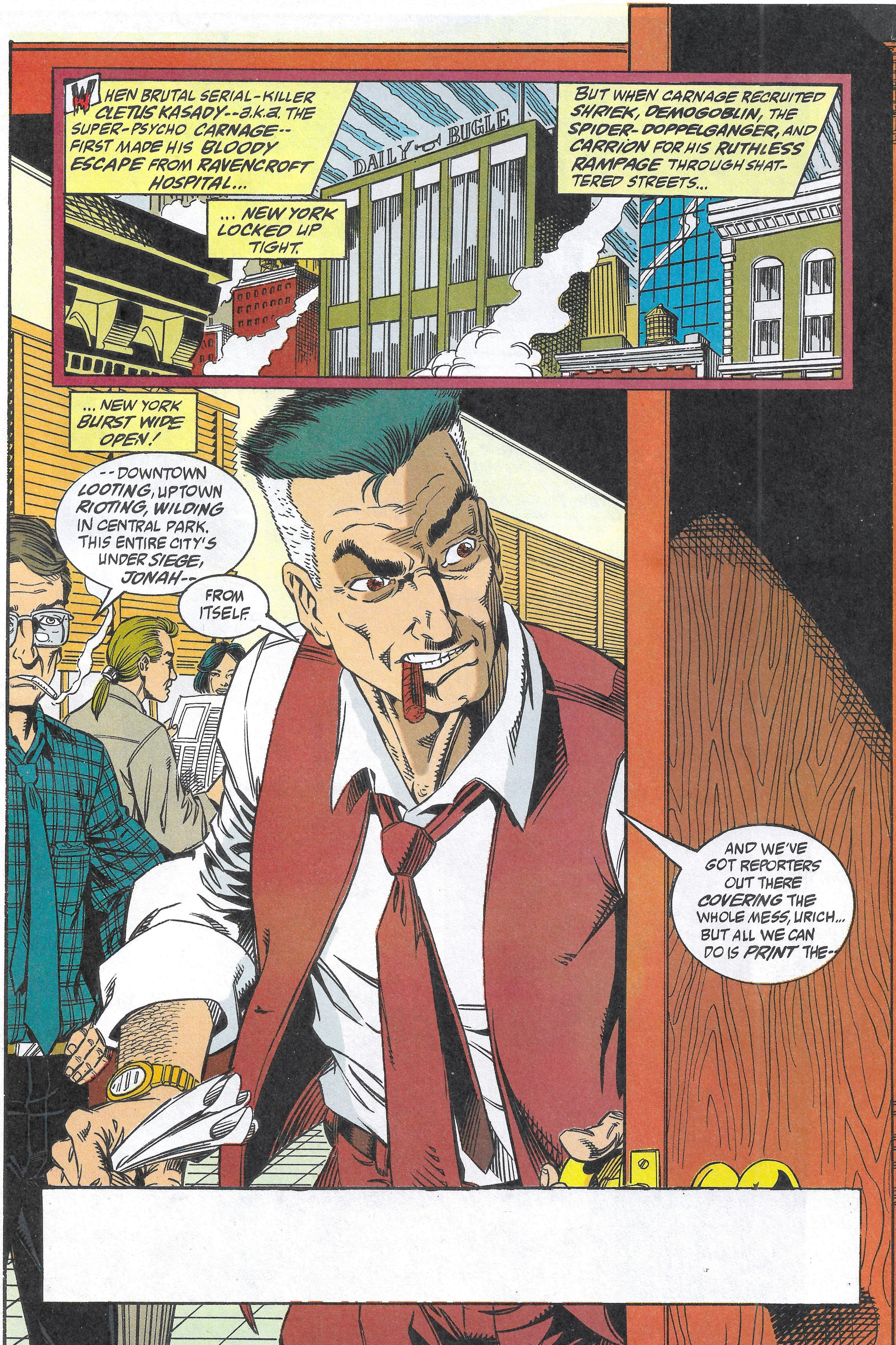
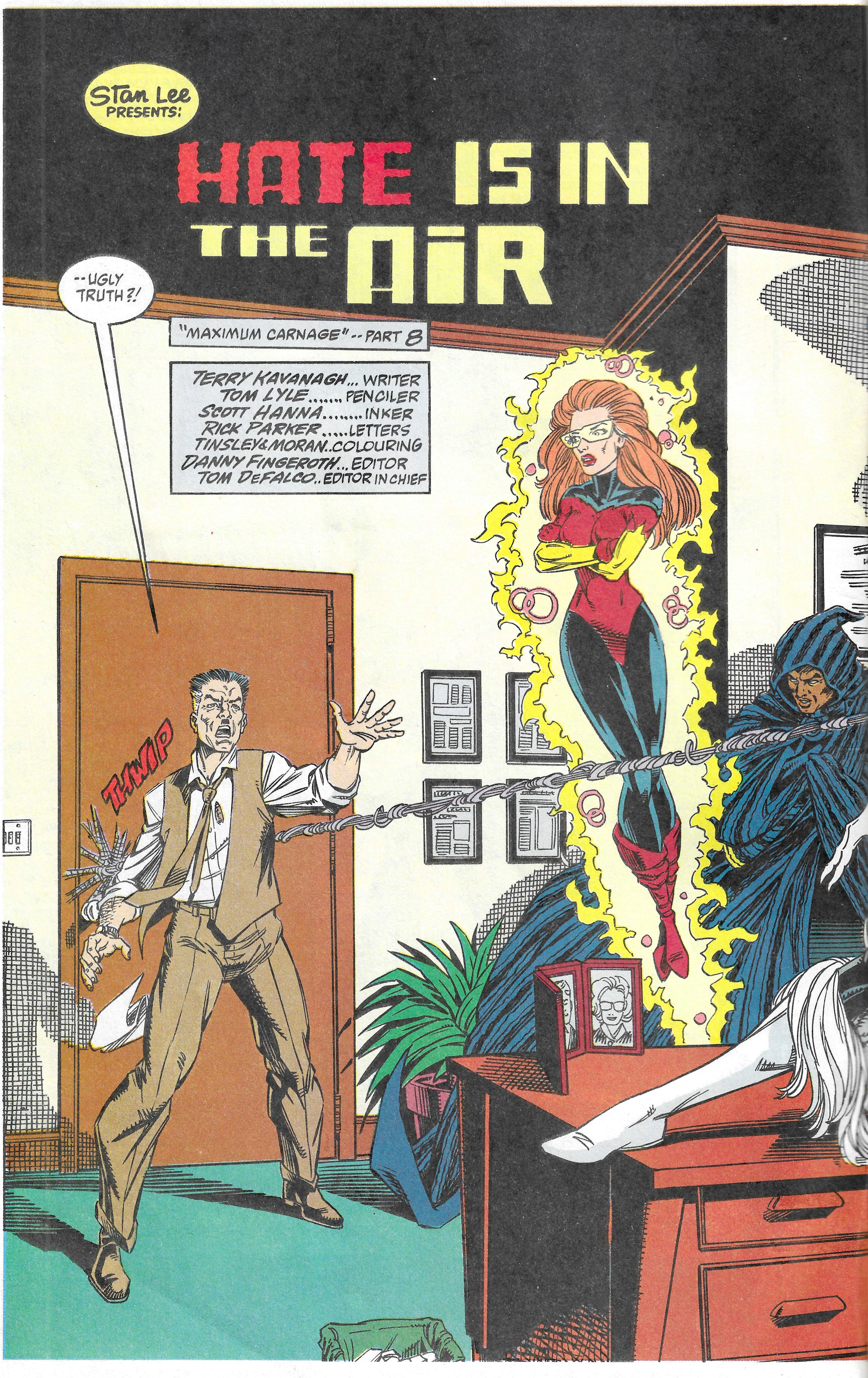
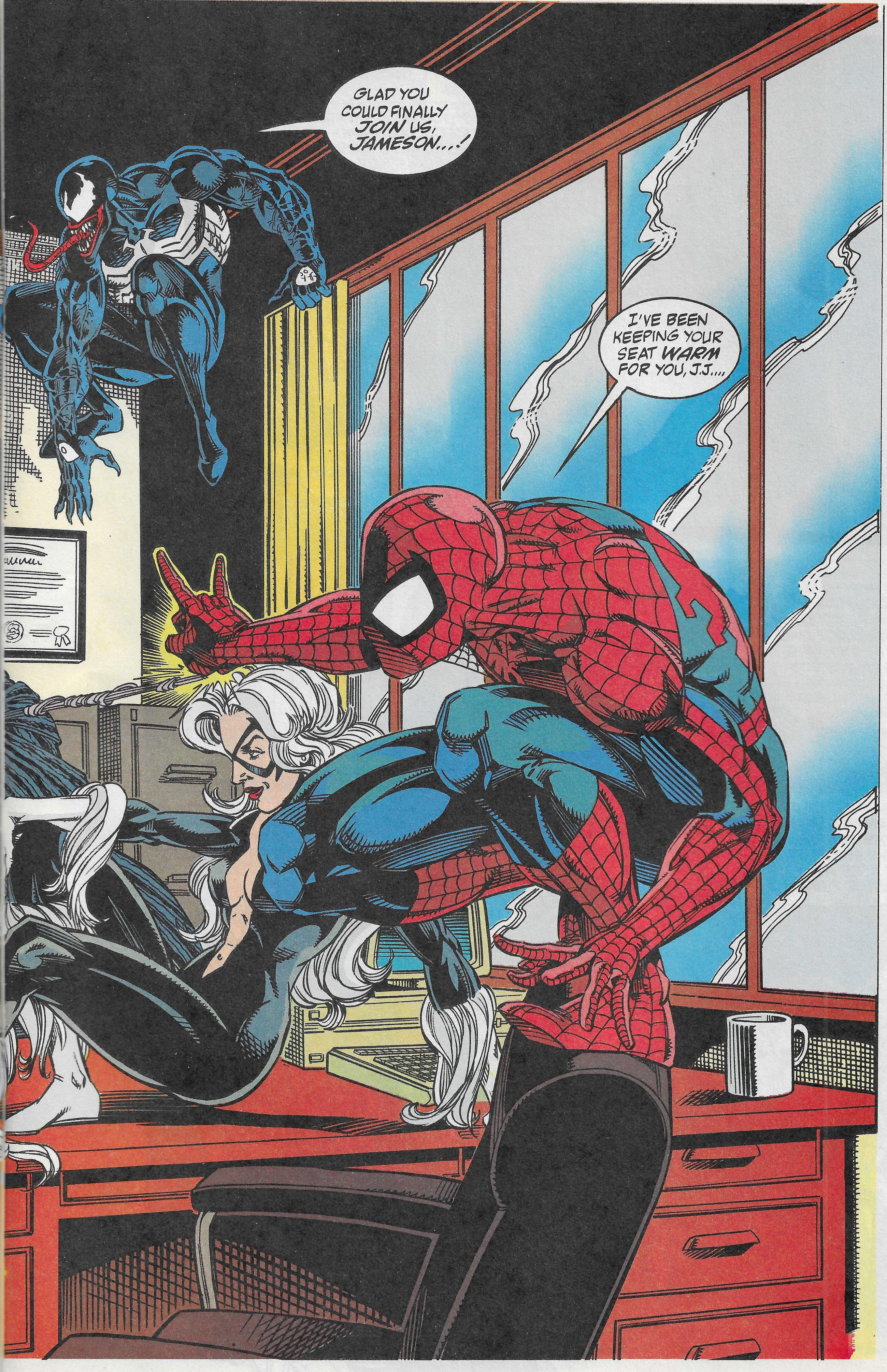
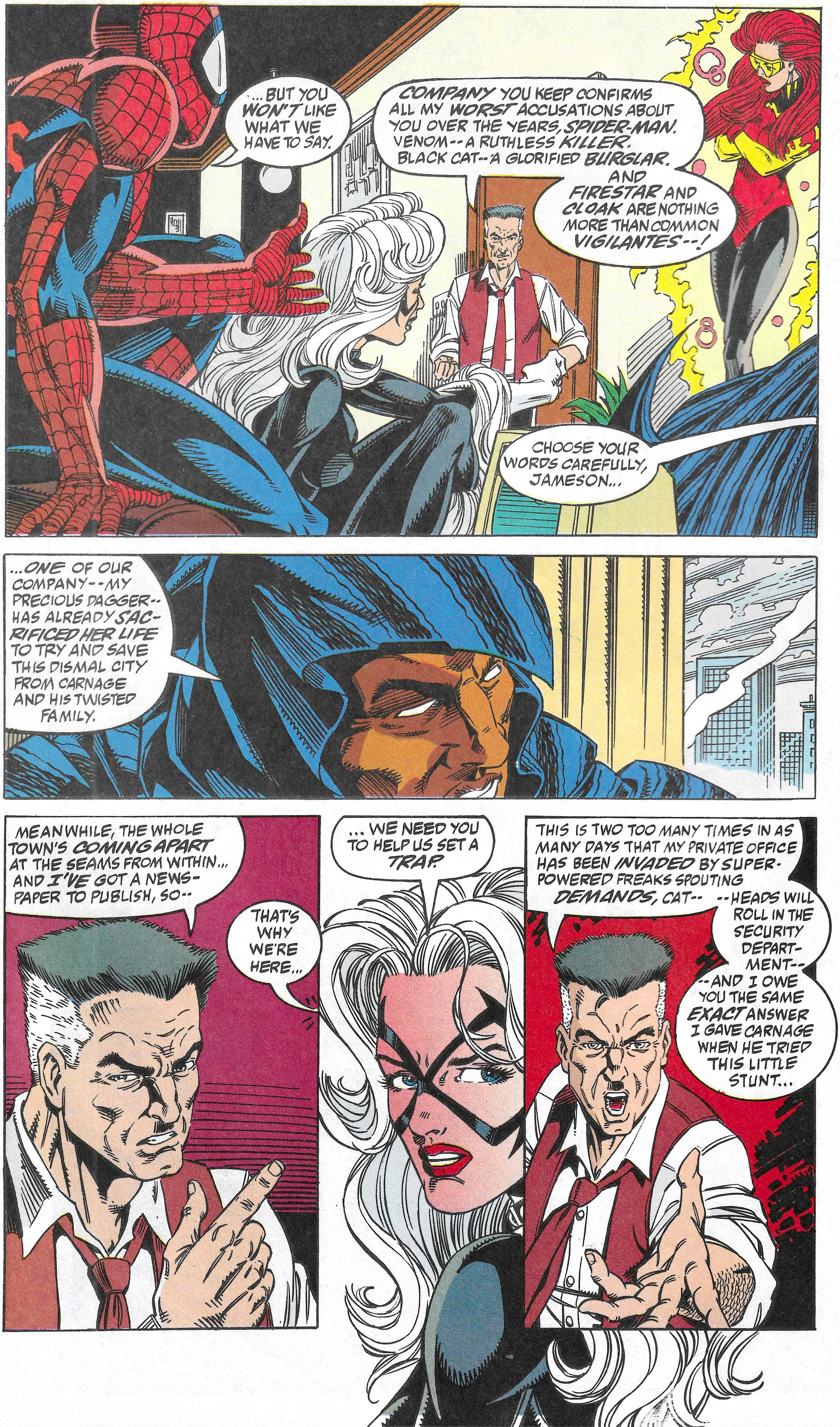
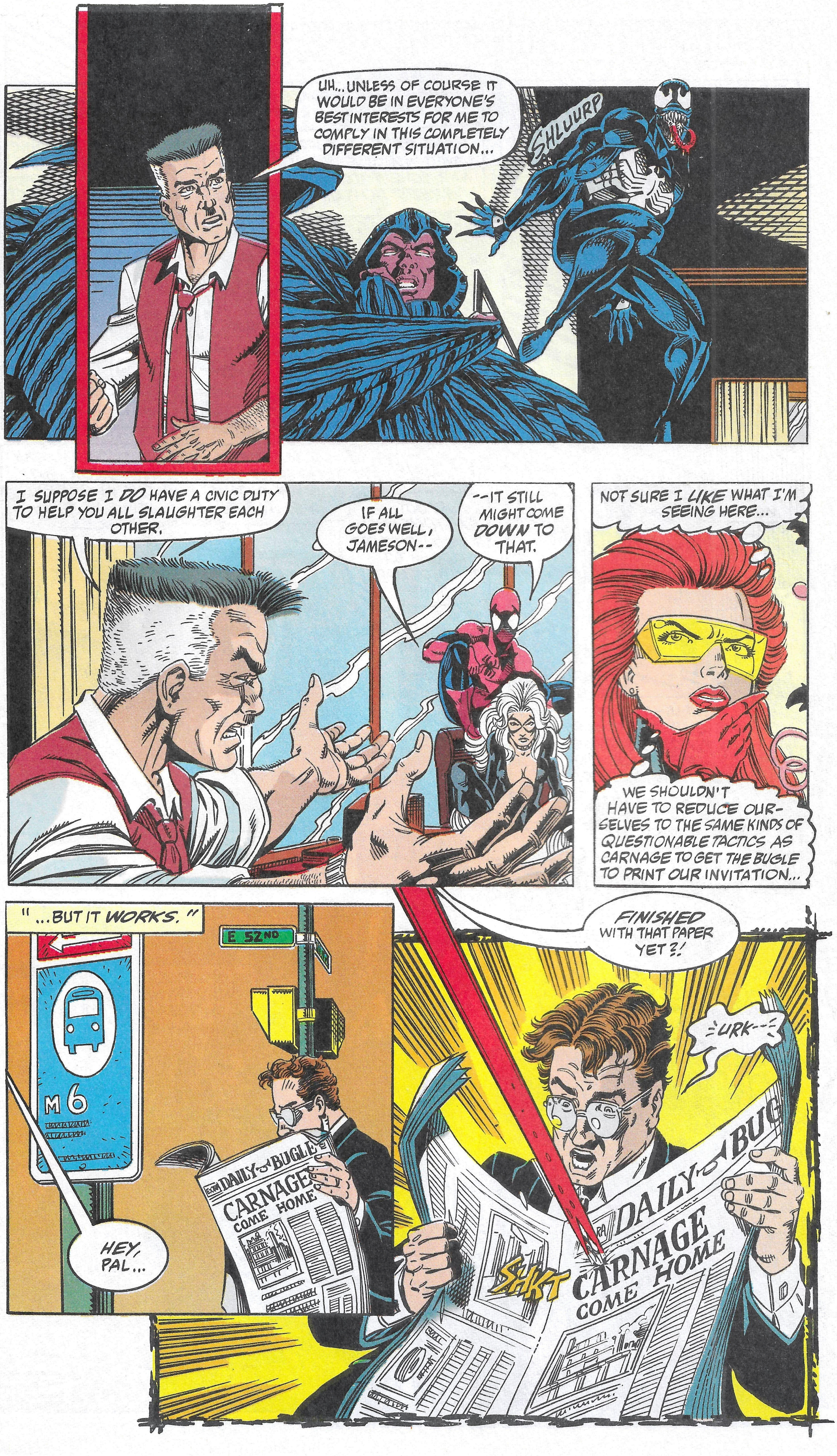
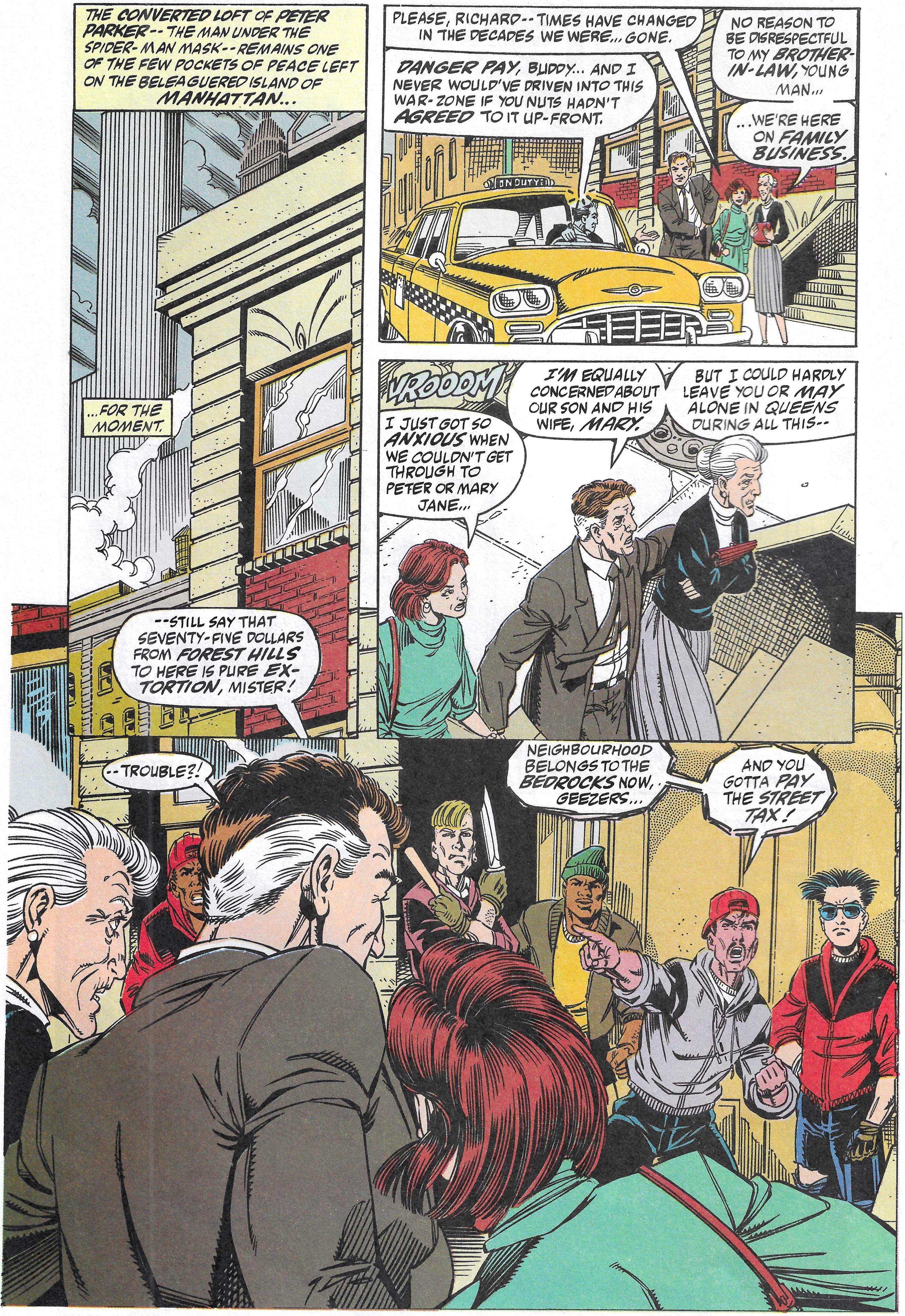

WHEN BRUTAL SERIAL-KILLER CLETUS KASADY--a.k.a. THE SUPER-PSYCHO CARNAGE--FIRST MADE HIS BLOODY ESCAPE FROM RAVENCROFT HOSPITAL...
... NEW YORK LOCKED UP TIGHT.
DAILY BUGLE
BUT WHEN CARNAGE RECRUITED SHRIEK, DEMOGOBLIN, THE SPIDER-DOPPELGANGER, AND CARRION FOR HIS RUTHLESS RAMPAGE THROUGH SHATTERED STREETS...
... NEW YORK BURST WIDE OPEN!
--DOWNTOWN LOOTING, UPTOWN RIOTING, WILDING IN CENTRAL PARK. THIS ENTIRE CITY'S UNDER SIEGE, JONAH--
FROM ITSELF.
AND WE'VE GOT REPORTERS OUT THERE COVERING THE WHOLE MESS, URICH... BUT ALL WE CAN DO IS PRINT THE--

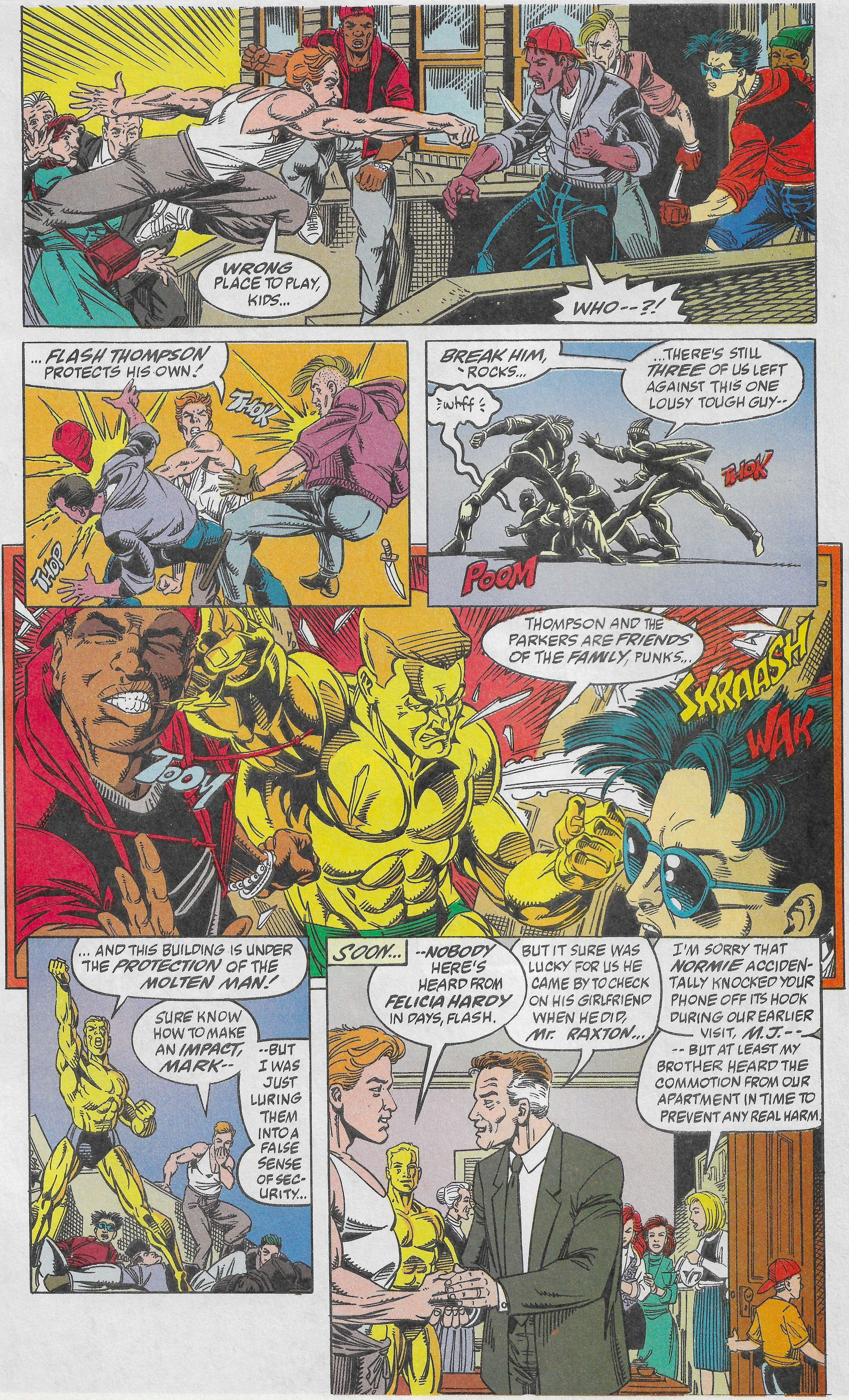

Stan Lee PRESENTS:
HATE IS IN THE AIR
--UGLY TRUTH?!
"MAXIMUM CARNAGE"--PART 8
TERRY KAVANAGH... WRITER
TOM LYLE....... PENCILER
SCOTT HANNA........ INKER
RICK PARKER..... LETTERS
TINSLEY&MORAN.. COLOURING
DANNY FINGEROTH... EDITOR
TOM DeFALCO.. EDITOR IN CHIEF
THWIP

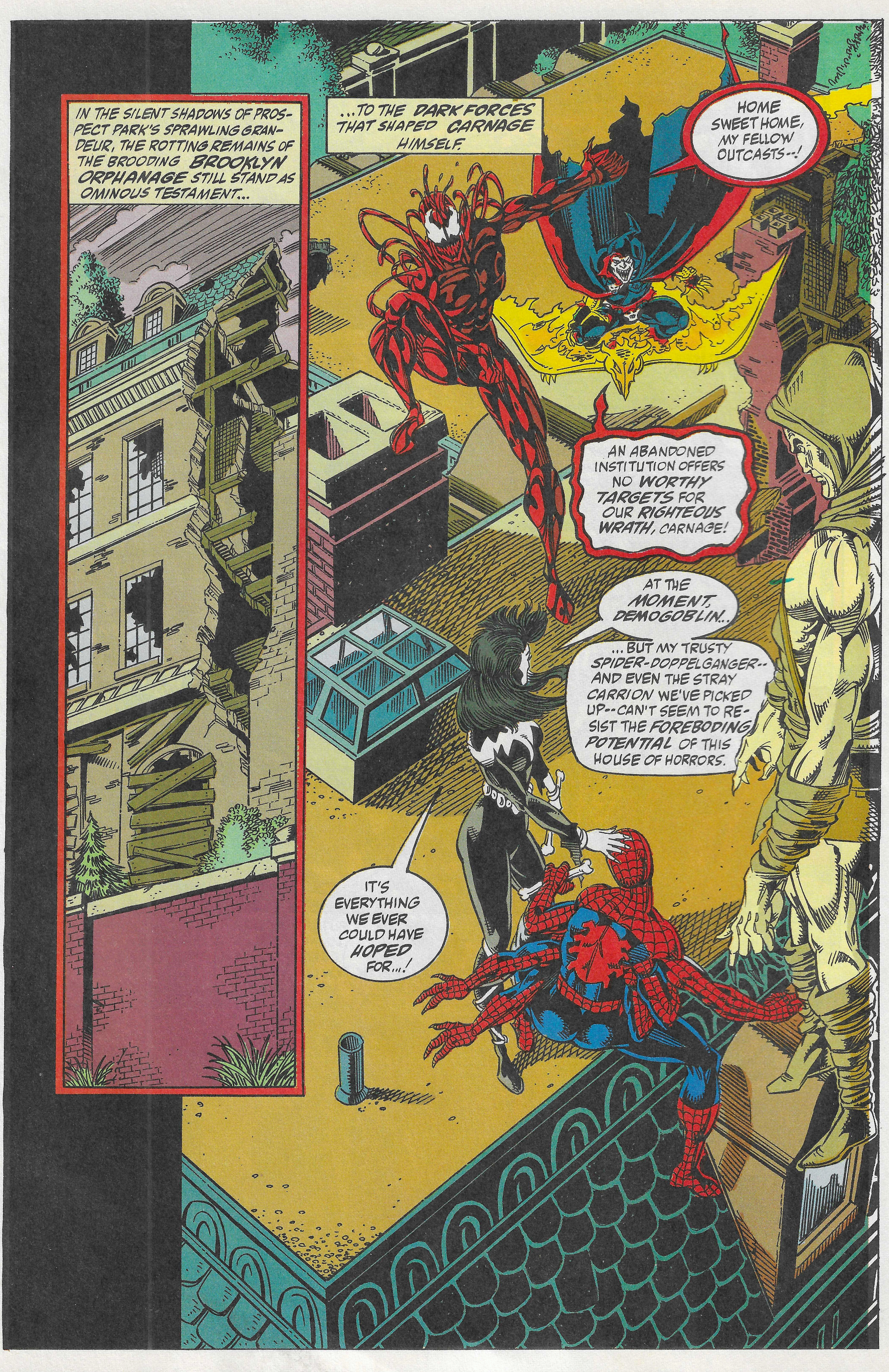

GLAD YOU COULD FINALLY JOIN US, JAMESON...!
I'VE BEEN KEEPING YOUR SEAT WARM FOR YOU, J.J....

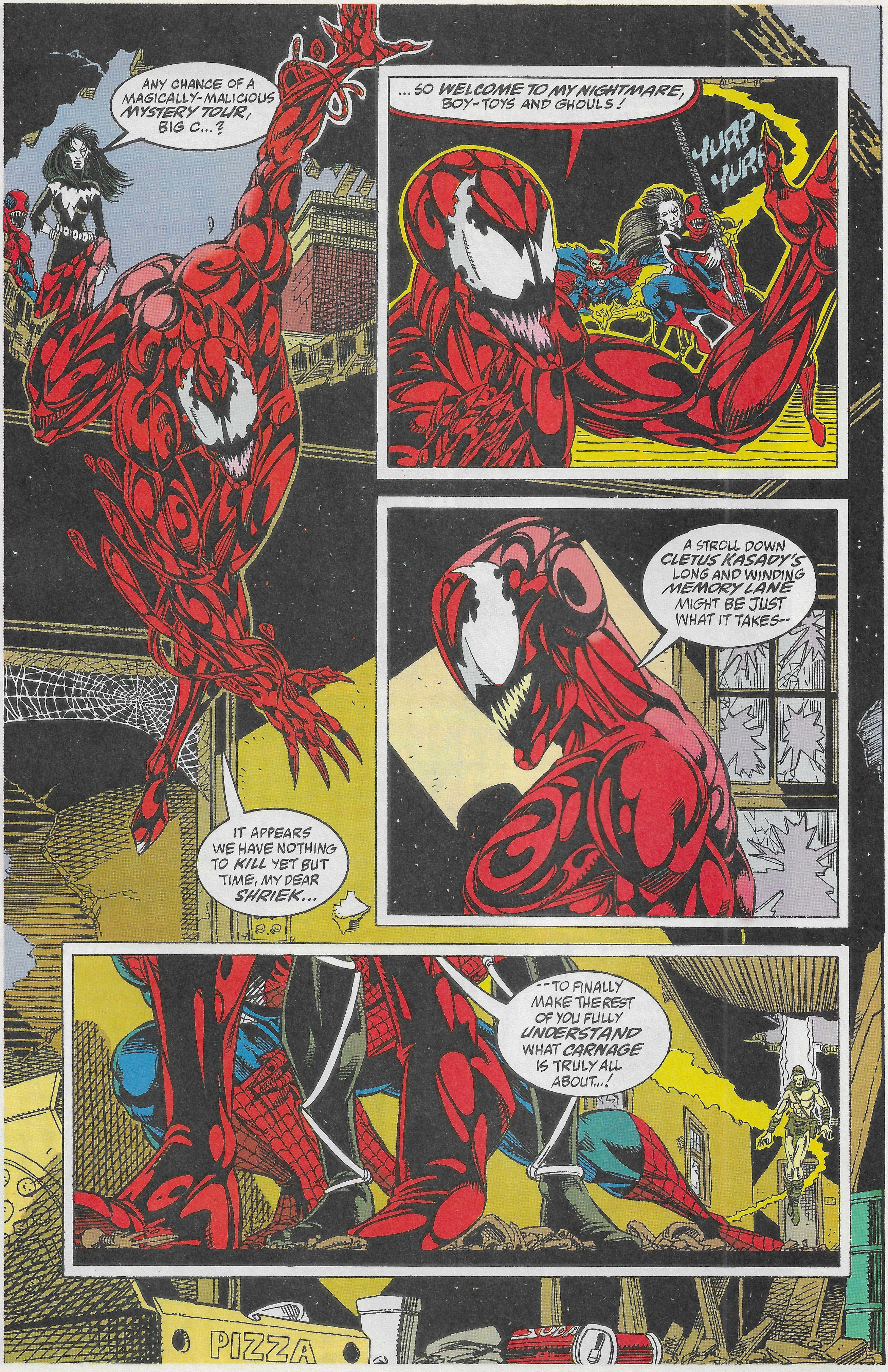

...BUT YOU WON'T LIKE WHAT WE HAVE TO SAY.
COMPANY YOU KEEP CONFIRMS ALL MY WORST ACCUSATIONS ABOUT YOU OVER THE YEARS, SPIDER-MAN. VENOM--A RUTHLESS KILLER. BLACK CAT--A GLORIFIED BURGLAR.
AND FIRESTAR AND CLOAK ARE NOTHING MORE THAN COMMON VIGILANTES--!
CHOOSE YOUR WORDS CAREFULLY, JAMESON...
...ONE OF OUR COMPANY--MY PRECIOUS DAGGER--HAS ALREADY SACRIFICED HER LIFE TO TRY AND SAVE THIS DISMAL CITY FROM CARNAGE AND HIS TWISTED FAMILY.
MEANWHILE, THE WHOLE TOWN'S COMING APART AT THE SEAMS FROM WITHIN... AND I'VE GOT A NEWSPAPER TO PUBLISH, SO--
THAT'S WHY WE'RE HERE...
...WE NEED YOU TO HELP US SET A TRAP.
THIS IS TWO TOO MANY TIMES IN AS MANY DAYS THAT MY PRIVATE OFFICE HAS BEEN INVADED BY SUPER-POWERED FREAKS SPOUTING DEMANDS, CAT--
--HEADS WILL ROLL IN THE SECURITY DEPARTMENT--
--AND I OWE YOU THE SAME EXACT ANSWER I GAVE CARNAGE WHEN HE TRIED THIS LITTLE STUNT...

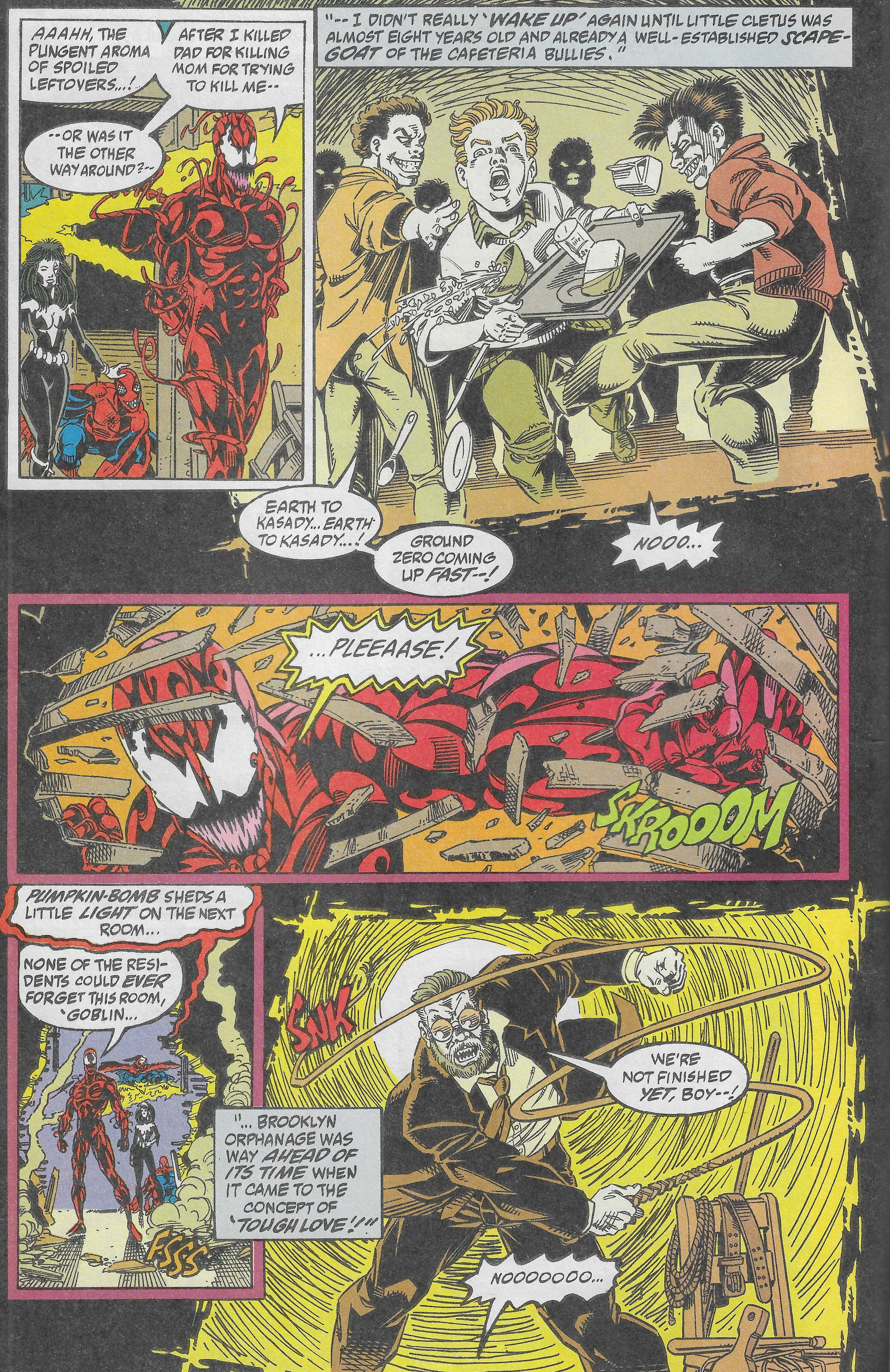

UH... UNLESS OF COURSE IT WOULD BE IN EVERYONE'S BEST INTERESTS FOR ME TO COMPLY IN THIS COMPLETELY DIFFERENT SITUATION...
SHLUURP
I SUPPOSE I *DO* HAVE A CIVIC DUTY TO HELP YOU ALL SLAUGHTER EACH OTHER.
IF ALL GOES WELL, JAMESON--
--IT STILL MIGHT COME *DOWN* TO THAT.
NOT SURE I *LIKE* WHAT I'M SEEING HERE...
WE SHOULDN'T HAVE TO REDUCE OURSELVES TO THE SAME KINDS OF QUESTIONABLE TACTICS AS CARNAGE TO GET THE BUGLE TO PRINT OUR INVITATION...
"...BUT IT *WORKS.*"
E 52ND
M 6
DAILY BUGLE
CARNAGE COME HOME
HEY, PAL...
*FINISHED* WITH THAT PAPER YET?!
URK--
SHKT
DAILY BUGLE
CARNAGE COME HOME

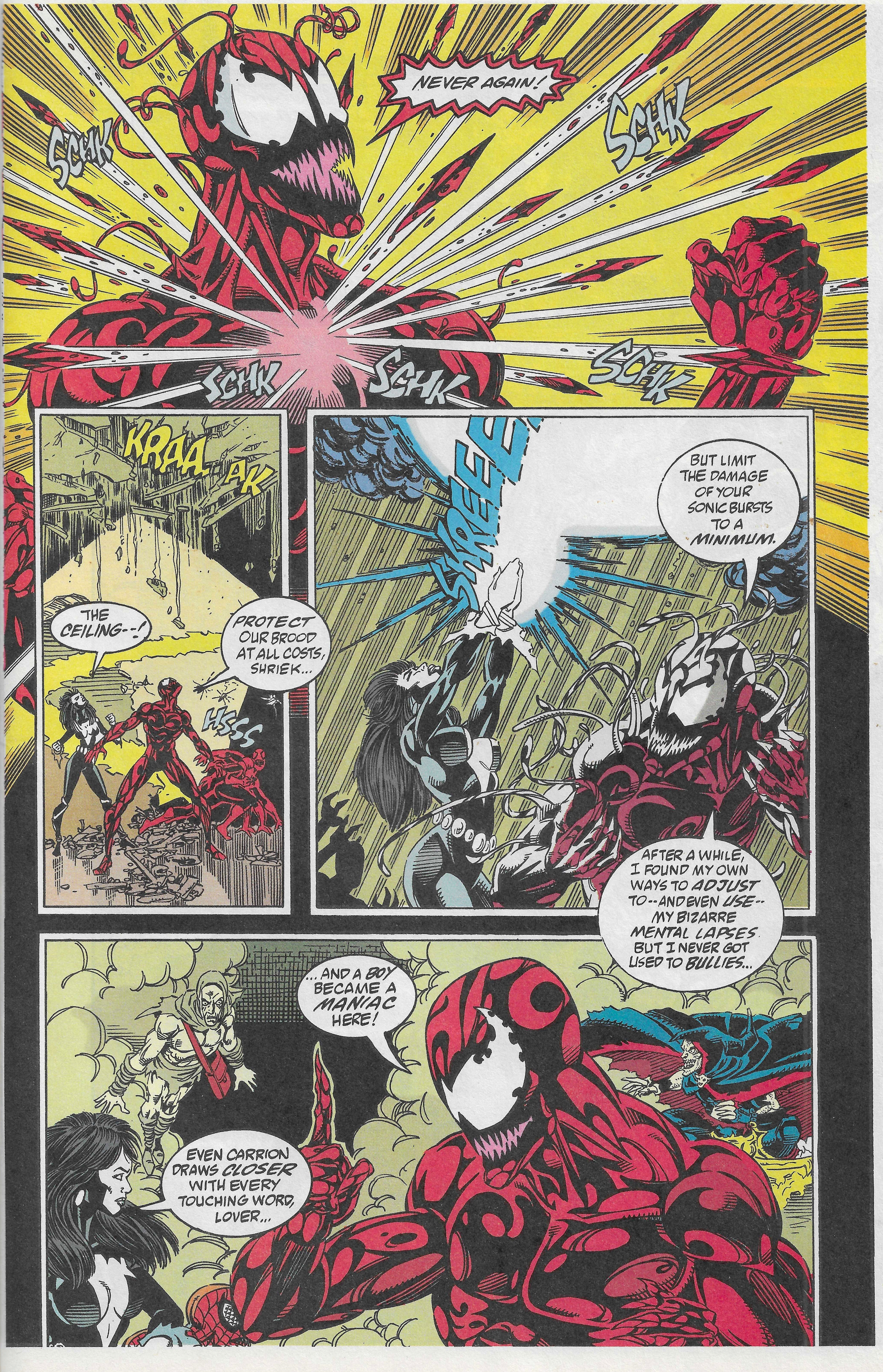

THE CONVERTED LOFT OF PETER PARKER -- THE MAN UNDER THE SPIDER-MAN MASK -- REMAINS ONE OF THE FEW POCKETS OF PEACE LEFT ON THE BELEAGUERED ISLAND OF MANHATTAN...
...FOR THE MOMENT.
PLEASE, RICHARD -- TIMES HAVE CHANGED IN THE DECADES WE WERE... GONE.
DANGER PAY, BUDDY... AND I NEVER WOULD'VE DRIVEN INTO THIS WAR-ZONE IF YOU NUTS HADN'T AGREED TO IT UP-FRONT.
NO REASON TO BE DISRESPECTFUL TO MY BROTHER-IN-LAW, YOUNG MAN...
...WE'RE HERE ON FAMILY BUSINESS.
ON DUTY
VROOOM
I JUST GOT SO ANXIOUS WHEN WE COULDN'T GET THROUGH TO PETER OR MARY JANE...
I'M EQUALLY CONCERNED ABOUT OUR SON AND HIS WIFE, MARY.
BUT I COULD HARDLY LEAVE YOU OR MAY ALONE IN QUEENS DURING ALL THIS--
--STILL SAY THAT SEVENTY-FIVE DOLLARS FROM FOREST HILLS TO HERE IS PURE EXTORTION, MISTER!
--TROUBLE?!
NEIGHBOURHOOD BELONGS TO THE BEDROCKS NOW, GEEZERS...
AND YOU GOTTA PAY THE STREET TAX!

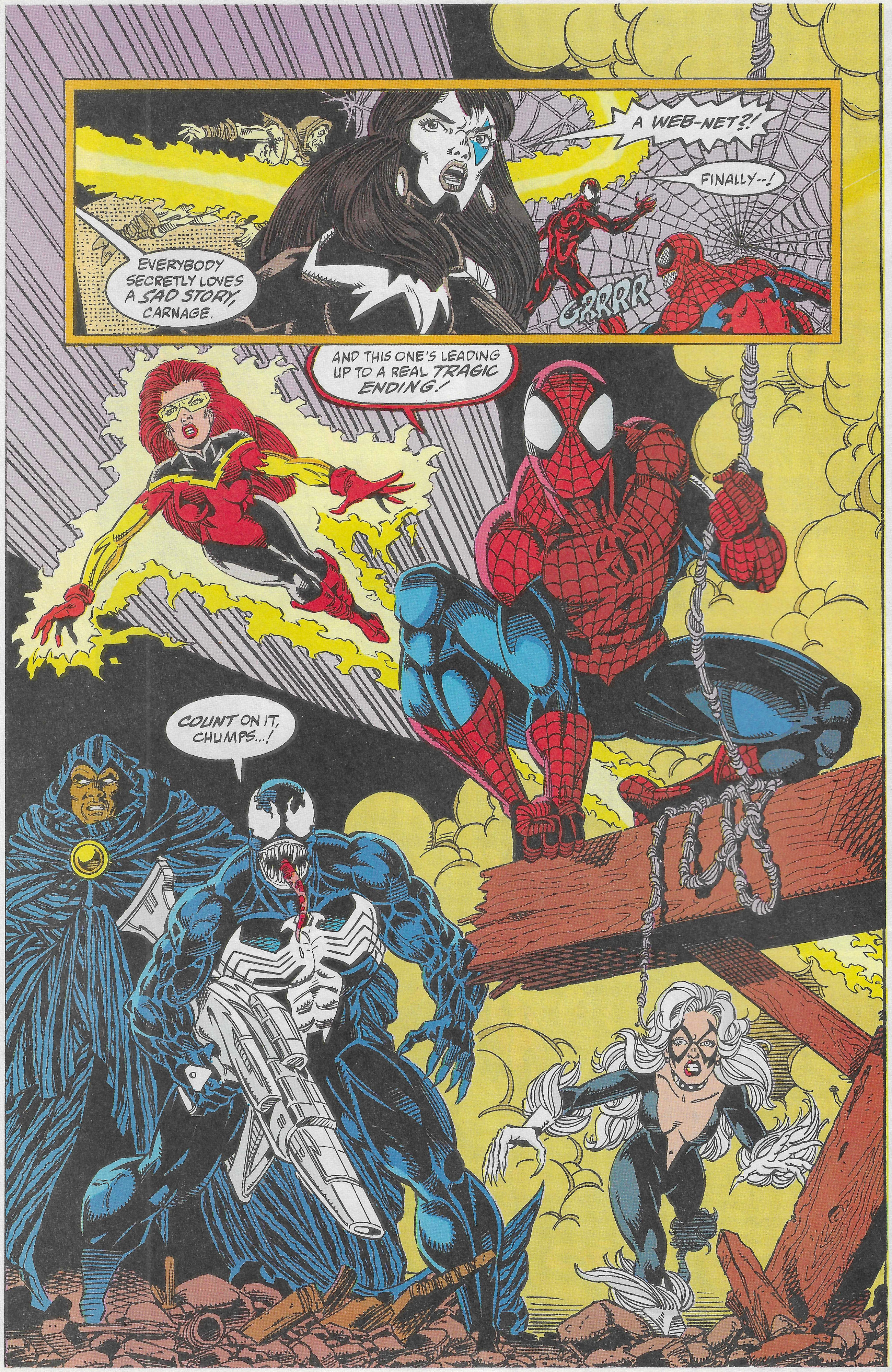

WRONG PLACE TO PLAY, KIDS...
WHO--?!
...FLASH THOMPSON PROTECTS HIS OWN!
THOK
THOP
BREAK HIM, ROCKS...
...THERE'S STILL THREE OF US LEFT AGAINST THIS ONE LOUSY TOUGH GUY--
whff
THOK
POOM
THOMPSON AND THE PARKERS ARE FRIENDS OF THE FAMILY, PUNKS...
SKRAASH
WAK
TOOM
...AND THIS BUILDING IS UNDER THE PROTECTION OF THE MOLTEN MAN!
SURE KNOW HOW TO MAKE AN IMPACT, MARK--
--BUT I WAS JUST LURING THEM INTO A FALSE SENSE OF SECURITY...
SOON...
--NOBODY HERE'S HEARD FROM FELICIA HARDY IN DAYS, FLASH.
BUT IT SURE WAS LUCKY FOR US HE CAME BY TO CHECK ON HIS GIRLFRIEND WHEN HE DID, Mr. RAXTON...
I'M SORRY THAT NORMIE ACCIDENTALLY KNOCKED YOUR PHONE OFF ITS HOOK DURING OUR EARLIER VISIT, M.J.--
--BUT AT LEAST MY BROTHER HEARD THE COMMOTION FROM OUR APARTMENT IN TIME TO PREVENT ANY REAL HARM.

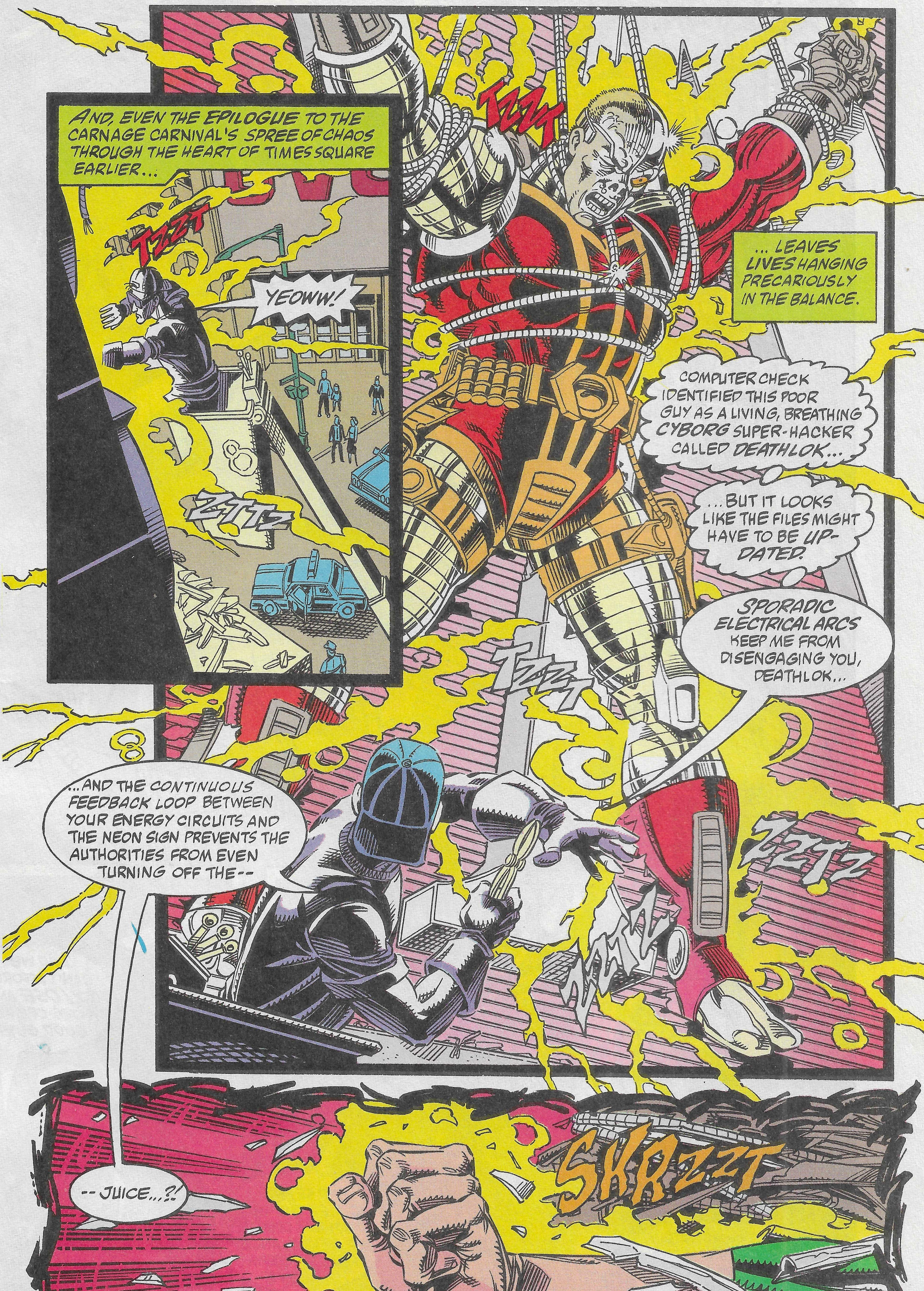

IN THE SILENT SHADOWS OF PROSPECT PARK'S SPRAWLING GRANDEUR, THE ROTTING REMAINS OF THE BROODING BROOKLYN ORPHANAGE STILL STAND AS OMINOUS TESTAMENT...
...TO THE DARK FORCES THAT SHAPED CARNAGE HIMSELF.
HOME SWEET HOME, MY FELLOW OUTCASTS--!
AN ABANDONED INSTITUTION OFFERS NO WORTHY TARGETS FOR OUR RIGHTEOUS WRATH, CARNAGE!
AT THE MOMENT, DEMOGOBLIN...
...BUT MY TRUSTY SPIDER-DOPPELGANGER--AND EVEN THE STRAY CARRION WE'VE PICKED UP--CAN'T SEEM TO RESIST THE FOREBODING POTENTIAL OF THIS HOUSE OF HORRORS.
IT'S EVERYTHING WE EVER COULD HAVE HOPED FOR...!

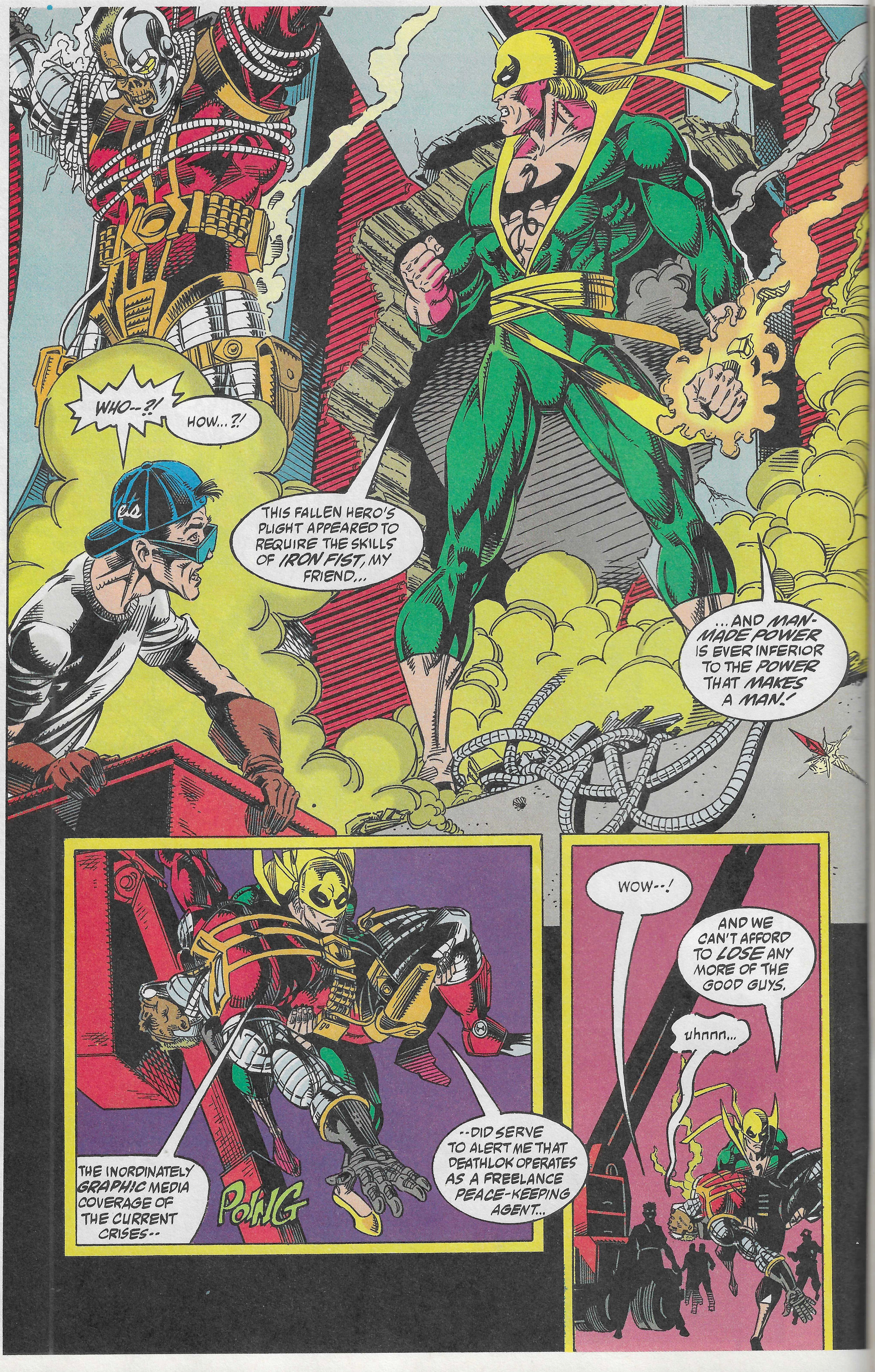

ANY CHANCE OF A MAGICALLY-MALICIOUS MYSTERY TOUR, BIG C...?
IT APPEARS WE HAVE NOTHING TO KILL YET BUT TIME, MY DEAR SHRIEK...
...SO WELCOME TO MY NIGHTMARE, BOY-TOYS AND GHOULS!
YURP YURP
A STROLL DOWN CLETUS KASADY'S LONG AND WINDING MEMORY LANE MIGHT BE JUST WHAT IT TAKES--
--TO FINALLY MAKE THE REST OF YOU FULLY UNDERSTAND WHAT CARNAGE IS TRULY ALL ABOUT...!
PIZZA
SODA

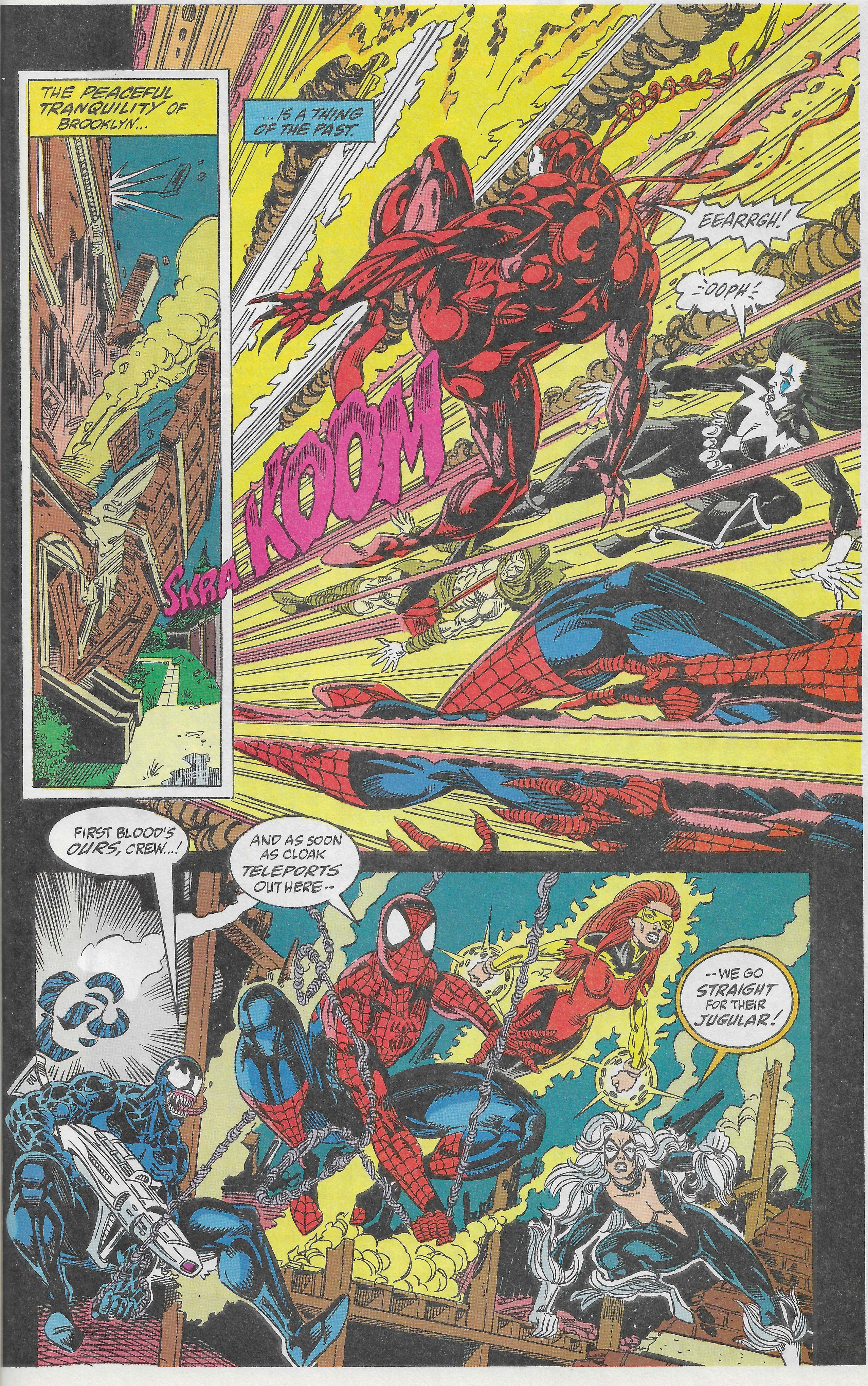

AAAHH, THE PUNGENT AROMA OF SPOILED LEFTOVERS...!
AFTER I KILLED DAD FOR KILLING MOM FOR TRYING TO KILL ME--
--OR WAS IT THE OTHER WAY AROUND?--
"--I DIDN'T REALLY '*WAKE UP*' AGAIN UNTIL LITTLE CLETUS WAS ALMOST EIGHT YEARS OLD AND ALREADY A WELL-ESTABLISHED *SCAPEGOAT* OF THE CAFETERIA BULLIES."
EARTH TO KASADY... EARTH TO KASADY...!
GROUND ZERO COMING UP *FAST*--!
NOOO...
...PLEEAASE!
SKROOOM
*PUMPKIN-BOMB* SHEDS A LITTLE *LIGHT* ON THE NEXT ROOM...
NONE OF THE RESIDENTS COULD *EVER* FORGET THIS ROOM, 'GOBLIN...
FSSS
"...BROOKLYN ORPHANAGE WAS WAY *AHEAD OF ITS TIME* WHEN IT CAME TO THE CONCEPT OF '*TOUGH LOVE*'!"
SNK
WE'RE NOT FINISHED *YET*, BOY--!
NOOOOOOO...

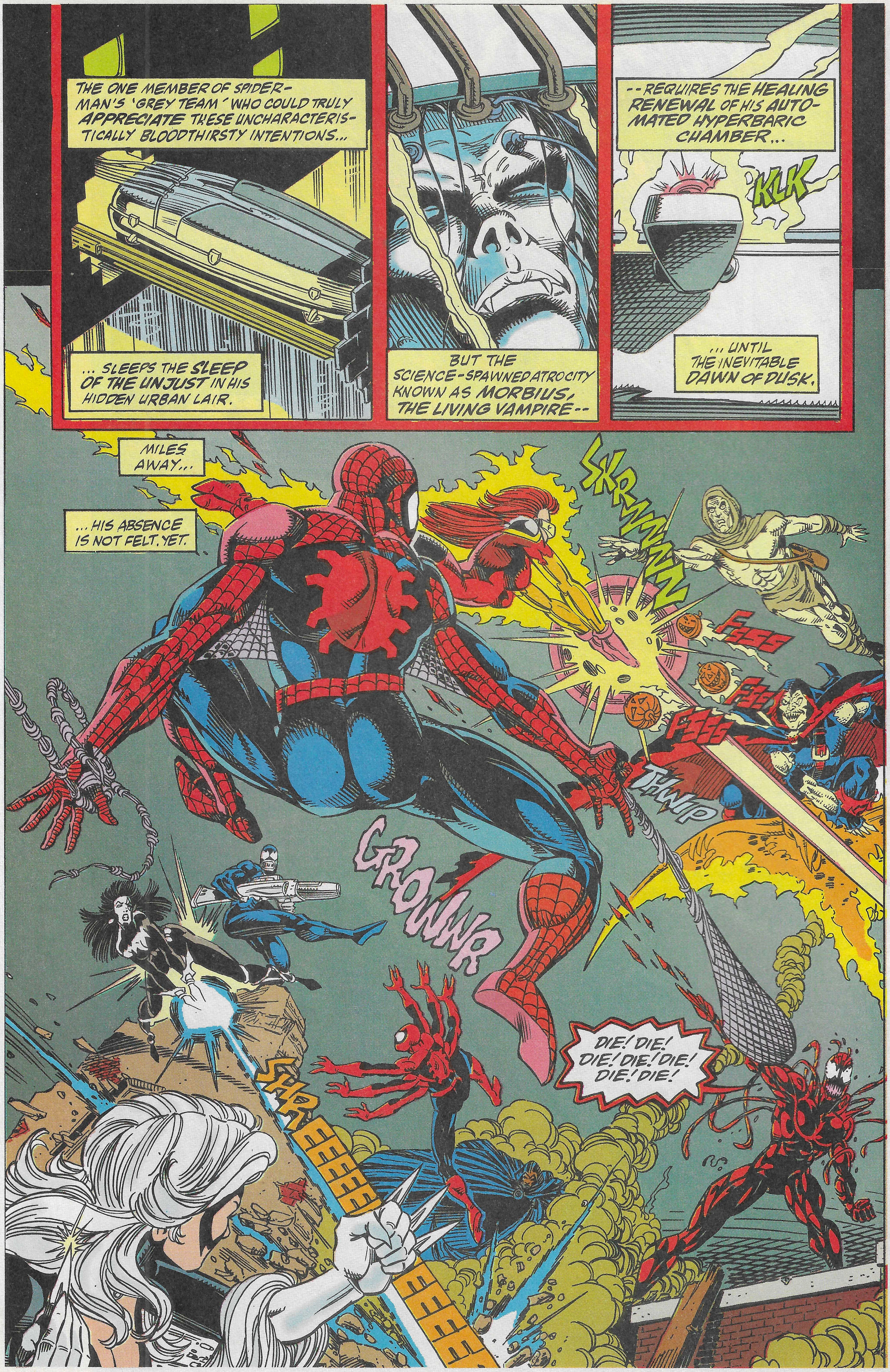

NEVER AGAIN!
SCHK
SCHK
SCHK
SCHK
SCHK
KRAAAAK
THE CEILING--!
PROTECT OUR BROOD AT ALL COSTS, SHRIEK...
HSSS
SHREEE
BUT LIMIT THE DAMAGE OF YOUR SONIC BURSTS TO A MINIMUM.
AFTER A WHILE, I FOUND MY OWN WAYS TO ADJUST TO--AND EVEN USE--MY BIZARRE MENTAL LAPSES. BUT I NEVER GOT USED TO BULLIES...
...AND A BOY BECAME A MANIAC HERE!
EVEN CARRION DRAWS CLOSER WITH EVERY TOUCHING WORD, LOVER...

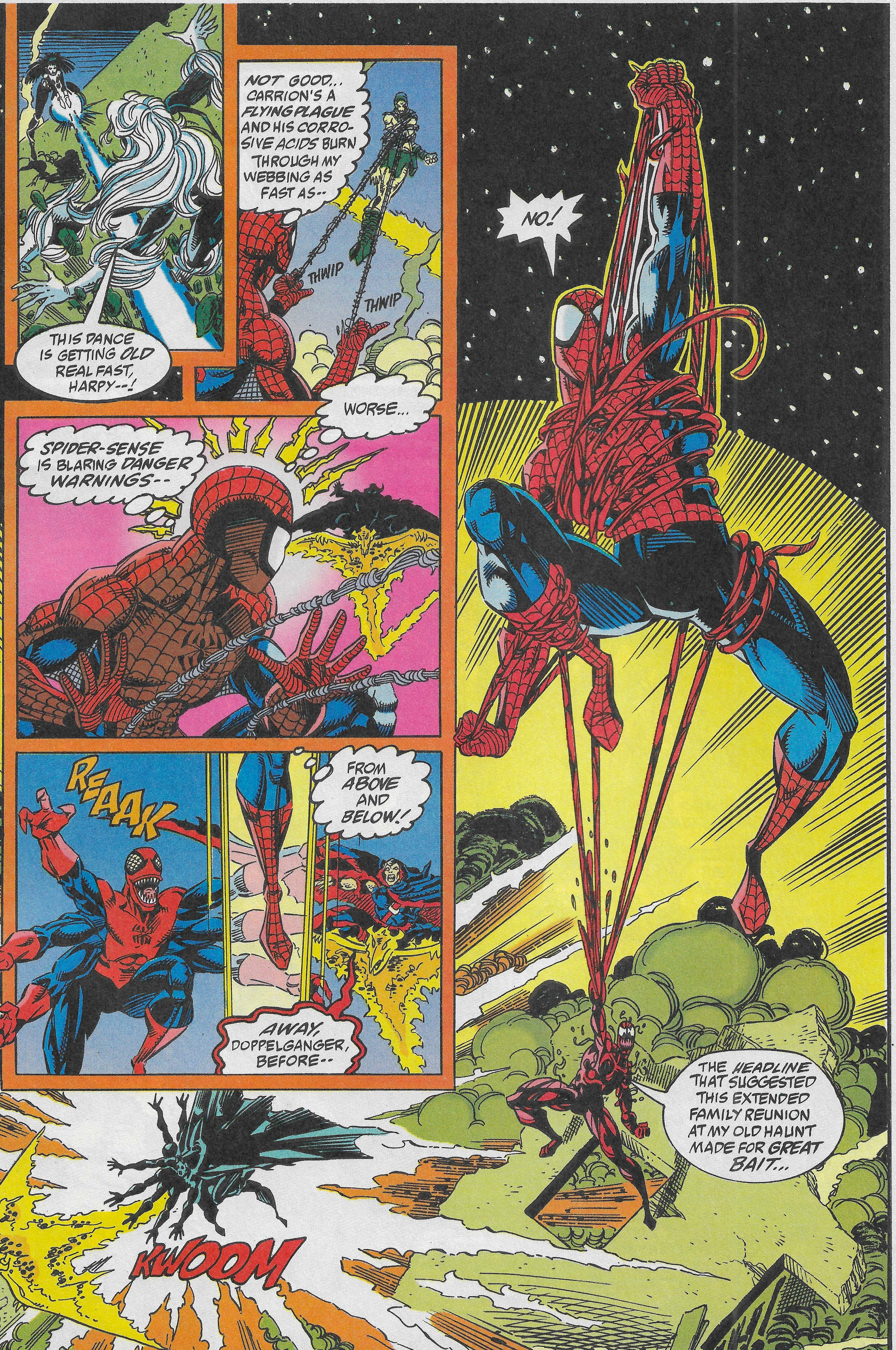

A WEB-NET?!
FINALLY--!
EVERYBODY SECRETLY LOVES A *SAD STORY*, CARNAGE.
GRRRR
AND THIS ONE'S LEADING UP TO A REAL *TRAGIC ENDING!*
COUNT ON IT, CHUMPS...!

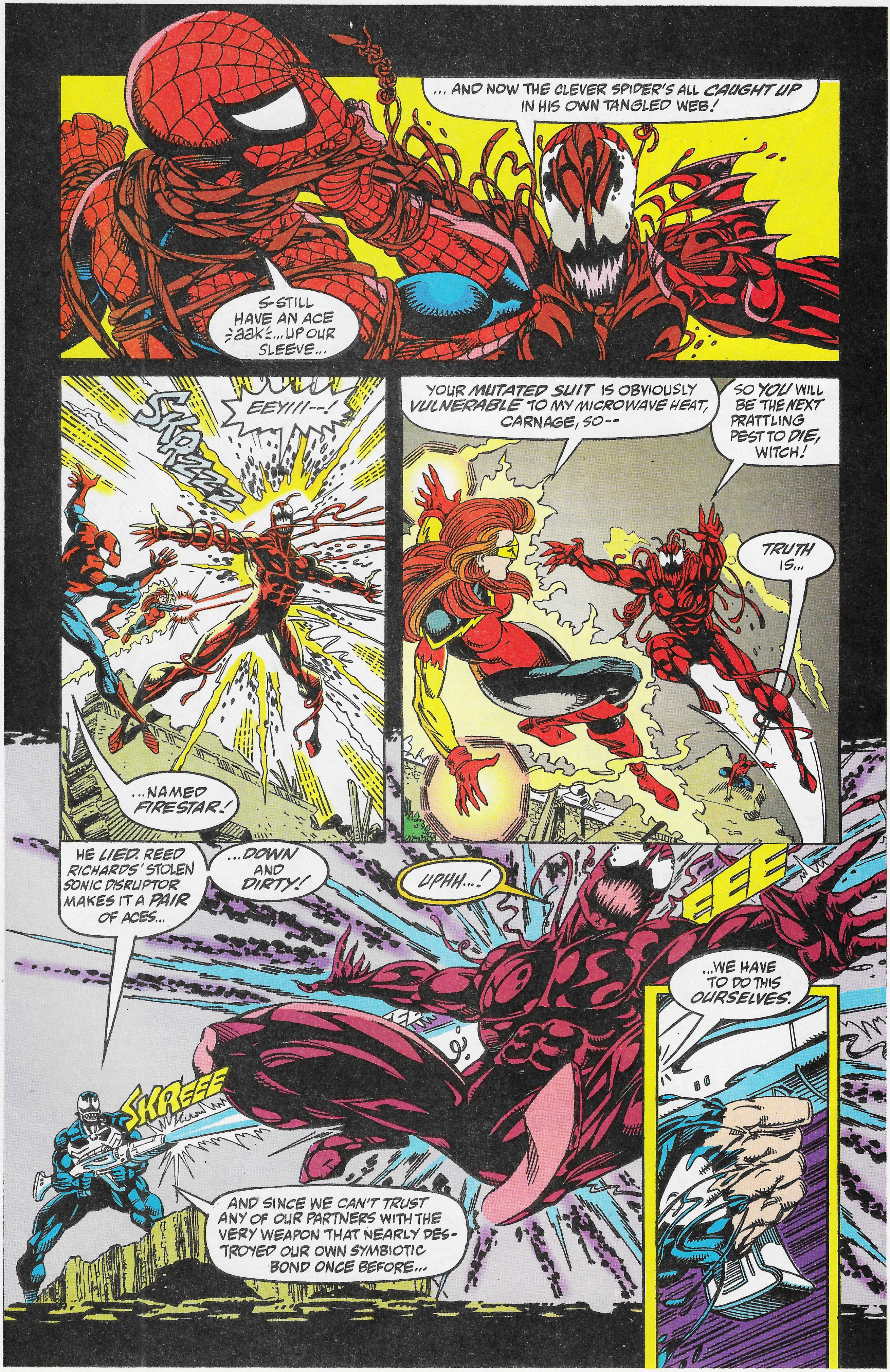

AND, EVEN THE EPILOGUE TO THE CARNAGE CARNIVAL'S SPREE OF CHAOS THROUGH THE HEART OF TIMES SQUARE EARLIER...
TZZT
TZZT
YEOWW!
ZZTZ
... LEAVES LIVES HANGING PRECARIOUSLY IN THE BALANCE.
COMPUTER CHECK IDENTIFIED THIS POOR GUY AS A LIVING, BREATHING CYBORG SUPER-HACKER CALLED DEATHLOK...
... BUT IT LOOKS LIKE THE FILES MIGHT HAVE TO BE UP-DATED.
SPORADIC ELECTRICAL ARCS KEEP ME FROM DISENGAGING YOU, DEATHLOK...
TZZT
...AND THE CONTINUOUS FEEDBACK LOOP BETWEEN YOUR ENERGY CIRCUITS AND THE NEON SIGN PREVENTS THE AUTHORITIES FROM EVEN TURNING OFF THE--
ZZTZ
ZZTZ
--JUICE...?!
SKRZZT

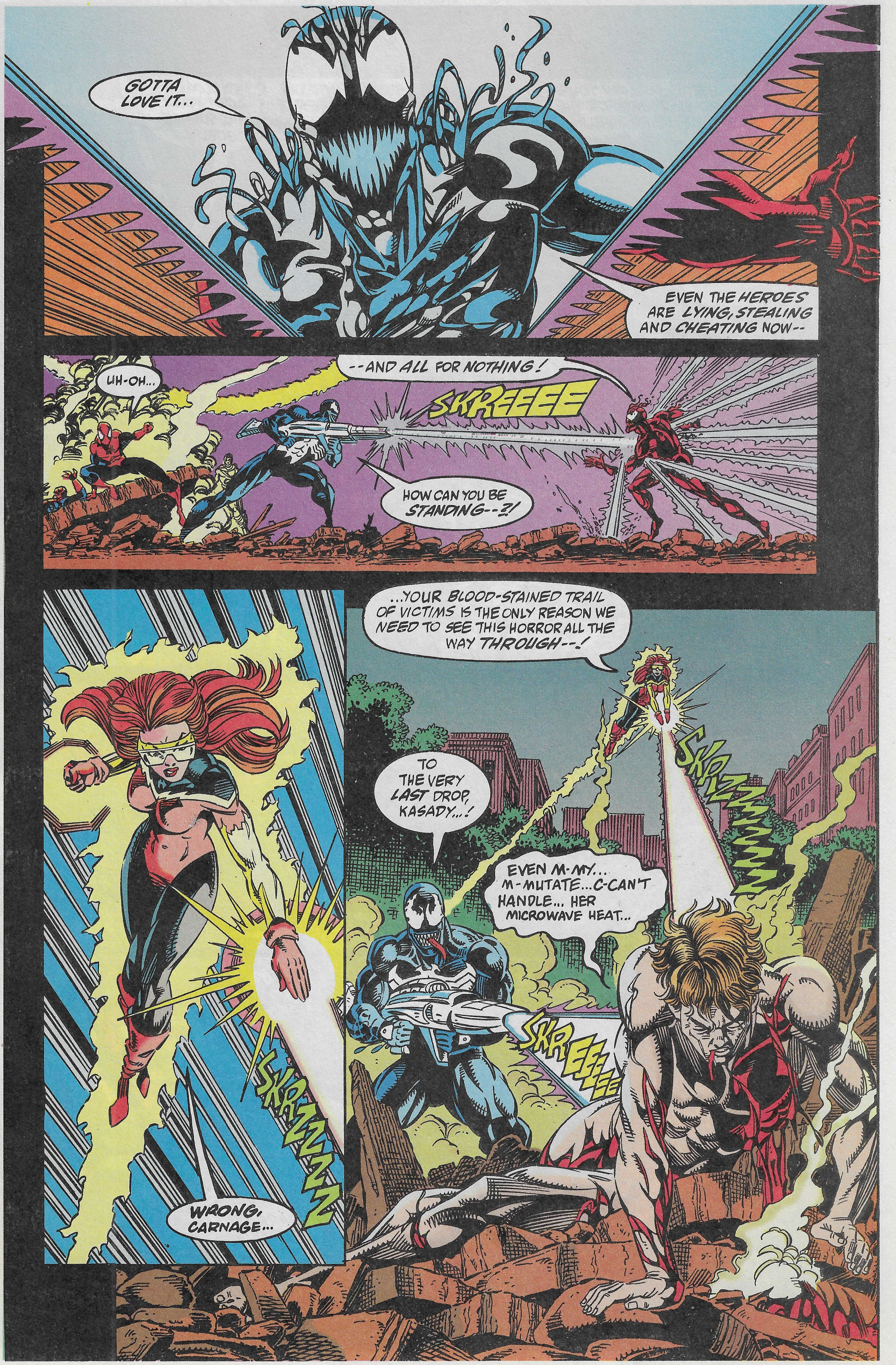

WHO--?!
HOW...?!
THIS FALLEN HERO'S PLIGHT APPEARED TO REQUIRE THE SKILLS OF IRON FIST, MY FRIEND...
...AND MAN-MADE POWER IS EVER INFERIOR TO THE POWER THAT MAKES A MAN!
THE INORDINATELY GRAPHIC MEDIA COVERAGE OF THE CURRENT CRISES--
POING
--DID SERVE TO ALERT ME THAT DEATHLOK OPERATES AS A FREELANCE PEACE-KEEPING AGENT...
WOW--!
AND WE CAN'T AFFORD TO LOSE ANY MORE OF THE GOOD GUYS.
uhnnn...

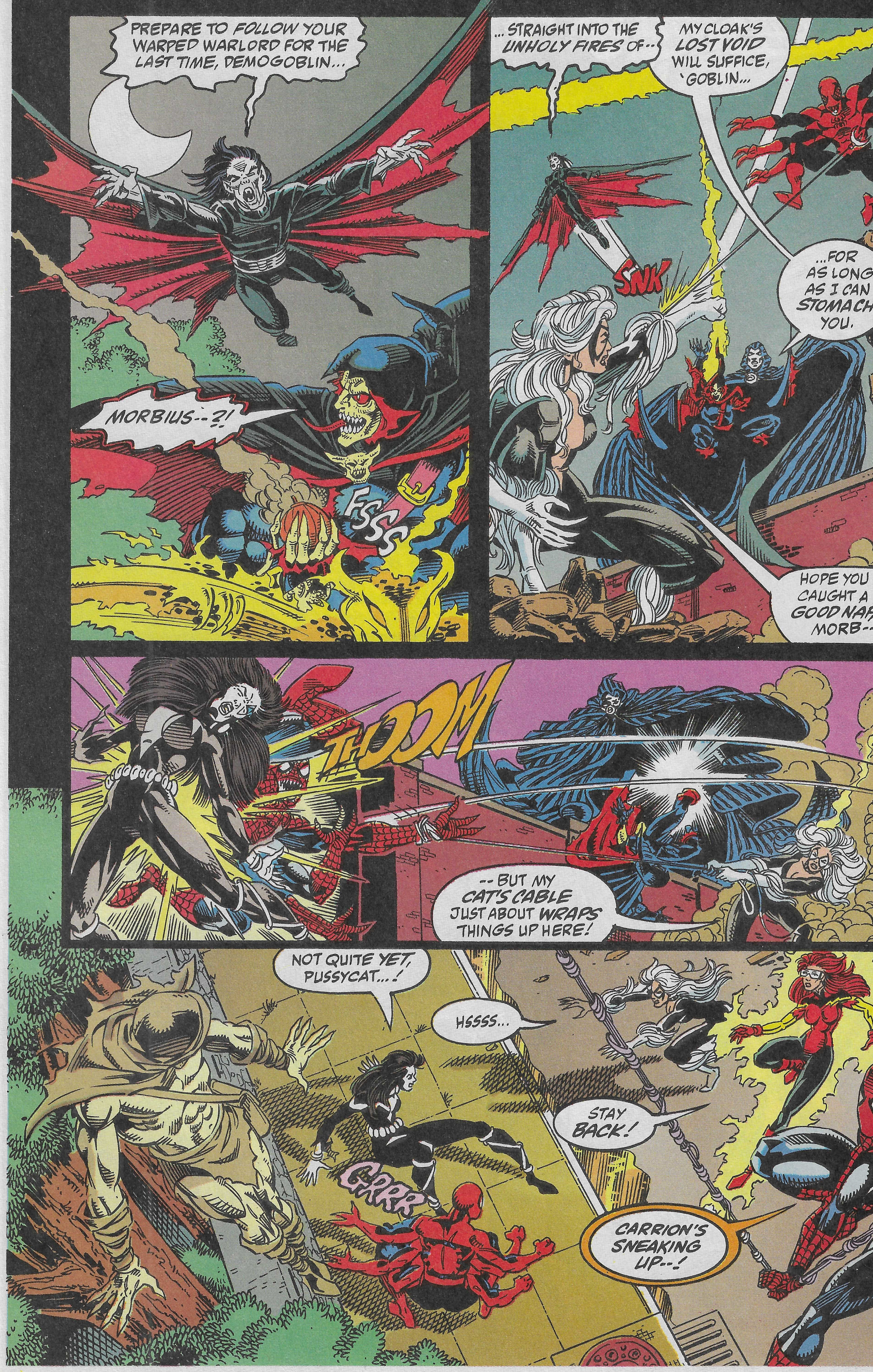

THE PEACEFUL TRANQUILITY OF BROOKLYN...
...IS A THING OF THE PAST.
EEARRGH!
OOPH!
SKRA KOOM
FIRST BLOOD'S OURS, CREW...!
AND AS SOON AS CLOAK TELEPORTS OUT HERE--
--WE GO STRAIGHT FOR THEIR JUGULAR!

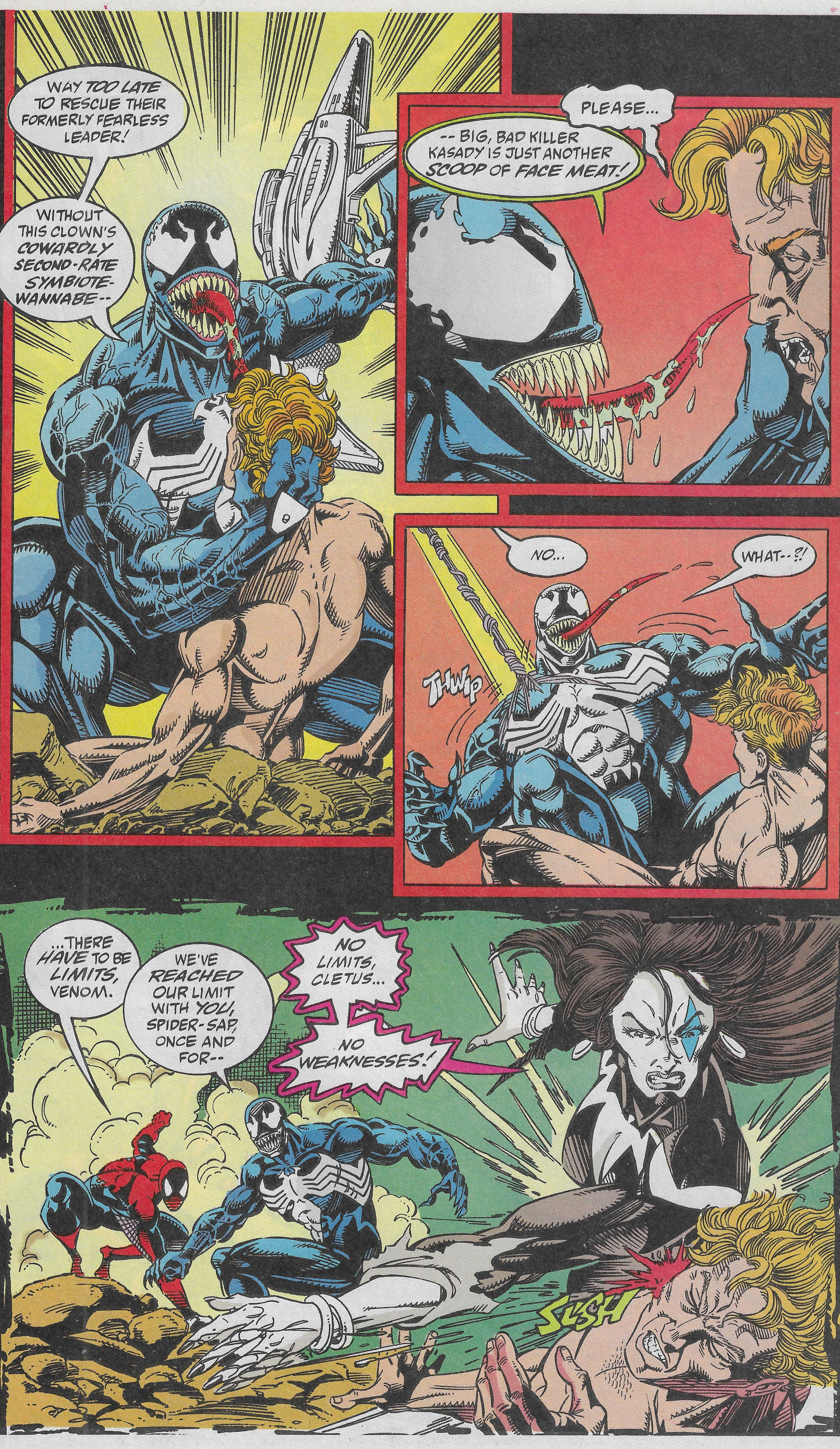

THE ONE MEMBER OF SPIDER-MAN'S 'GREY TEAM' WHO COULD TRULY APPRECIATE THESE UNCHARACTERISTICALLY BLOODTHIRSTY INTENTIONS...
... SLEEPS THE SLEEP OF THE UNJUST IN HIS HIDDEN URBAN LAIR.
BUT THE SCIENCE-SPAWNED ATROCITY KNOWN AS MORBIUS, THE LIVING VAMPIRE--
--REQUIRES THE HEALING RENEWAL OF HIS AUTOMATED HYPERBARIC CHAMBER...
KLK
... UNTIL THE INEVITABLE DAWN OF DUSK.
MILES AWAY...
... HIS ABSENCE IS NOT FELT. YET.
SKRMMNN
FSSS
FSSS
FSSS
THWIP
GROWWR
DIE! DIE! DIE! DIE! DIE! DIE! DIE!
SHREEEEEEEEEEEEE

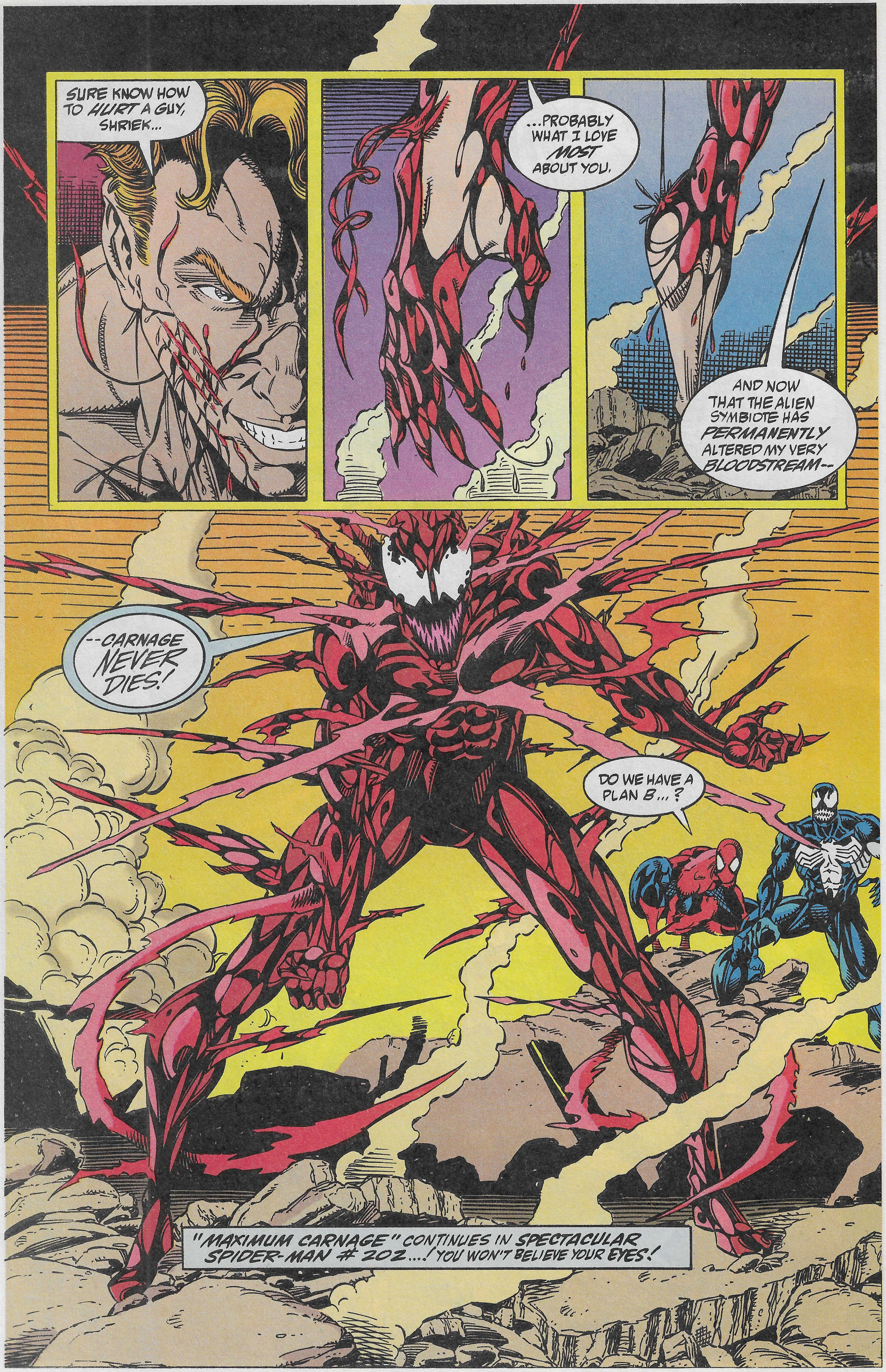

THIS DANCE IS GETTING OLD REAL FAST, HARPY--!
NOT GOOD... CARRION'S A FLYING PLAGUE AND HIS CORROSIVE ACIDS BURN THROUGH MY WEBBING AS FAST AS--
THWIP
THWIP
NO!
WORSE...
SPIDER-SENSE IS BLARING DANGER WARNINGS--
REAAAK
FROM ABOVE AND BELOW!
AWAY, DOPPELGANGER, BEFORE--
KWOOM
THE HEADLINE THAT SUGGESTED THIS EXTENDED FAMILY REUNION AT MY OLD HAUNT MADE FOR GREAT BAIT...


...AND NOW THE CLEVER SPIDER'S ALL CAUGHT UP IN HIS OWN TANGLED WEB!
S-STILL HAVE AN ACE ≥aak≤...UP OUR SLEEVE...
SKRZZZZ
EEYIII--!
...NAMED FIRESTAR!
YOUR MUTATED SUIT IS OBVIOUSLY VULNERABLE TO MY MICROWAVE HEAT, CARNAGE, SO--
SO YOU WILL BE THE NEXT PRATTLING PEST TO DIE, WITCH!
TRUTH IS...
HE LIED. REED RICHARDS' STOLEN SONIC DISRUPTOR MAKES IT A PAIR OF ACES...
...DOWN AND DIRTY!
UPHH...!
EEE
SKREEE
AND SINCE WE CAN'T TRUST ANY OF OUR PARTNERS WITH THE VERY WEAPON THAT NEARLY DESTROYED OUR OWN SYMBIOTIC BOND ONCE BEFORE...
...WE HAVE TO DO THIS OURSELVES.

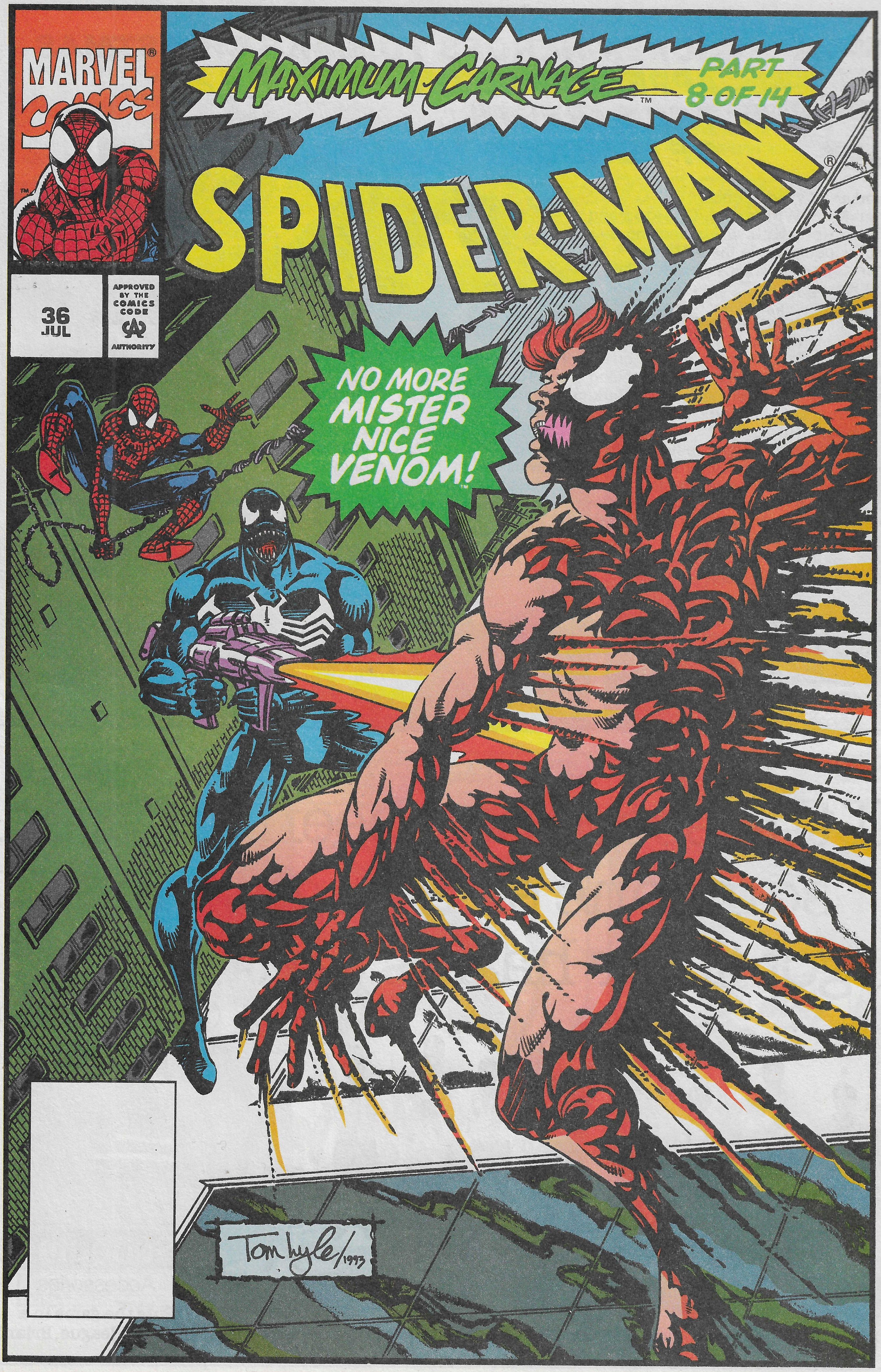

GOTTA LOVE IT...
EVEN THE HEROES ARE LYING, STEALING AND CHEATING NOW--
--AND ALL FOR NOTHING!
UH-OH...
SKREEEEE
HOW CAN YOU BE STANDING--?!
SKRZZZZZ
WRONG, CARNAGE...
...YOUR BLOOD-STAINED TRAIL OF VICTIMS IS THE ONLY REASON WE NEED TO SEE THIS HORROR ALL THE WAY THROUGH--!
SKZZZZZZZ
TO THE VERY LAST DROP, KASADY...!
EVEN M-MY... M-MUTATE... C-CAN'T HANDLE... HER MICROWAVE HEAT...
SKREEEEE


PREPARE TO *FOLLOW* YOUR WARPED WARLORD FOR THE LAST TIME, DEMOGOBLIN...
MORBIUS--?!
FSSS
...STRAIGHT INTO THE *UNHOLY FIRES* OF--
MY CLOAK'S *LOST VOID* WILL SUFFICE, 'GOBLIN...
SNK
...FOR AS LONG AS I CAN *STOMACH* YOU.
HOPE YOU CAUGHT A *GOOD NAP*, MORB--
THOOM
--BUT MY *CAT'S CABLE* JUST ABOUT *WRAPS* THINGS UP HERE!
NOT QUITE YET, PUSSYCAT...!
HSSSS...
STAY *BACK*!
GRRR
CARRION'S SNEAKING UP--!


WAY TOO LATE TO RESCUE THEIR FORMERLY FEARLESS LEADER!
WITHOUT THIS CLOWN'S COWARDLY SECOND-RATE SYMBIOTE-WANNABE--
-- BIG, BAD KILLER KASADY IS JUST ANOTHER SCOOP OF FACE MEAT!
PLEASE...
NO...
WHAT--?!
THWIP
...THERE HAVE TO BE LIMITS, VENOM.
WE'VE REACHED OUR LIMIT WITH YOU, SPIDER-SAP, ONCE AND FOR--
NO LIMITS, CLETUS...
NO WEAKNESSES!
SLISH


SURE KNOW HOW TO *HURT* A GUY, SHRIEK...
...PROBABLY WHAT I LOVE *MOST* ABOUT YOU.
AND NOW THAT THE ALIEN SYMBIOTE HAS *PERMANENTLY* ALTERED MY VERY *BLOODSTREAM*--
--CARNAGE *NEVER* DIES!
DO WE HAVE A PLAN B...?

"MAXIMUM CARNAGE" CONTINUES IN SPECTACULAR SPIDER-MAN # 202...! YOU WON'T BELIEVE YOUR EYES!


MARVEL® COMICS
MAXIMUM CARNAGE™
PART 8 OF 14
SPIDER-MAN®
36
JUL
APPROVED BY THE COMICS CODE AUTHORITY
NO MORE MISTER NICE VENOM!
Tom Lyle 1993

LONDON'S GRAND CHRISTMAS PARADE

# SUPER-HEROES TO MAKE CHRISTMAS APPEARANCE ON THE STREETS OF LONDON!

*November 27,11am, London.*
Spider-Man, Wolverine, Cyclops and the Incredible Hulk will be making a special appearance in the first-ever London Grand Christmas Parade. They will be joining over 2,000 performers, including jugglers,clowns, dancers and marching bands as well as 10 giant animated floats to mark the start of Christmas in London. The Parade route covers 1.5 miles, starting in Piccadilly, travelling along Regent Street, Oxford Street and finishing in Hyde Park and follows in the steps of the Macy's Christmas Parade in New York and the Pasadena Tournament of Roses. Over 750,000 spectators are expected to line the route to watch the hour-long Parade, but if you win our Christmas Parade competition, you and three guests can watch from the VIP grandstand in Piccadilly, as well as having the chance to meet the super-heroes.
To enter, just answer this simple question:
*What is the name of Peter Parker's Aunt, is it:*
*a) Aunt Agnes.*
*b) Aunt Gertrude*
*c) Aunt May.*
*d) Aunt June.*

Put your answer on the back of an envelope or postcard along with your name, age, address and postcode and send it to: GRAND PARADE, Exploits of Spider-Man, Marvel Comics Ltd, Arundel House, 13/15 Arundel St, London WC2R 3DX. The winners will be notified by post. The closing date for the competition is 26th October 1994. The editor's descision is final and no correspondance will be entered into.

"If the score had been different someone else might have got their hands on the cup."
(Russell Graham)

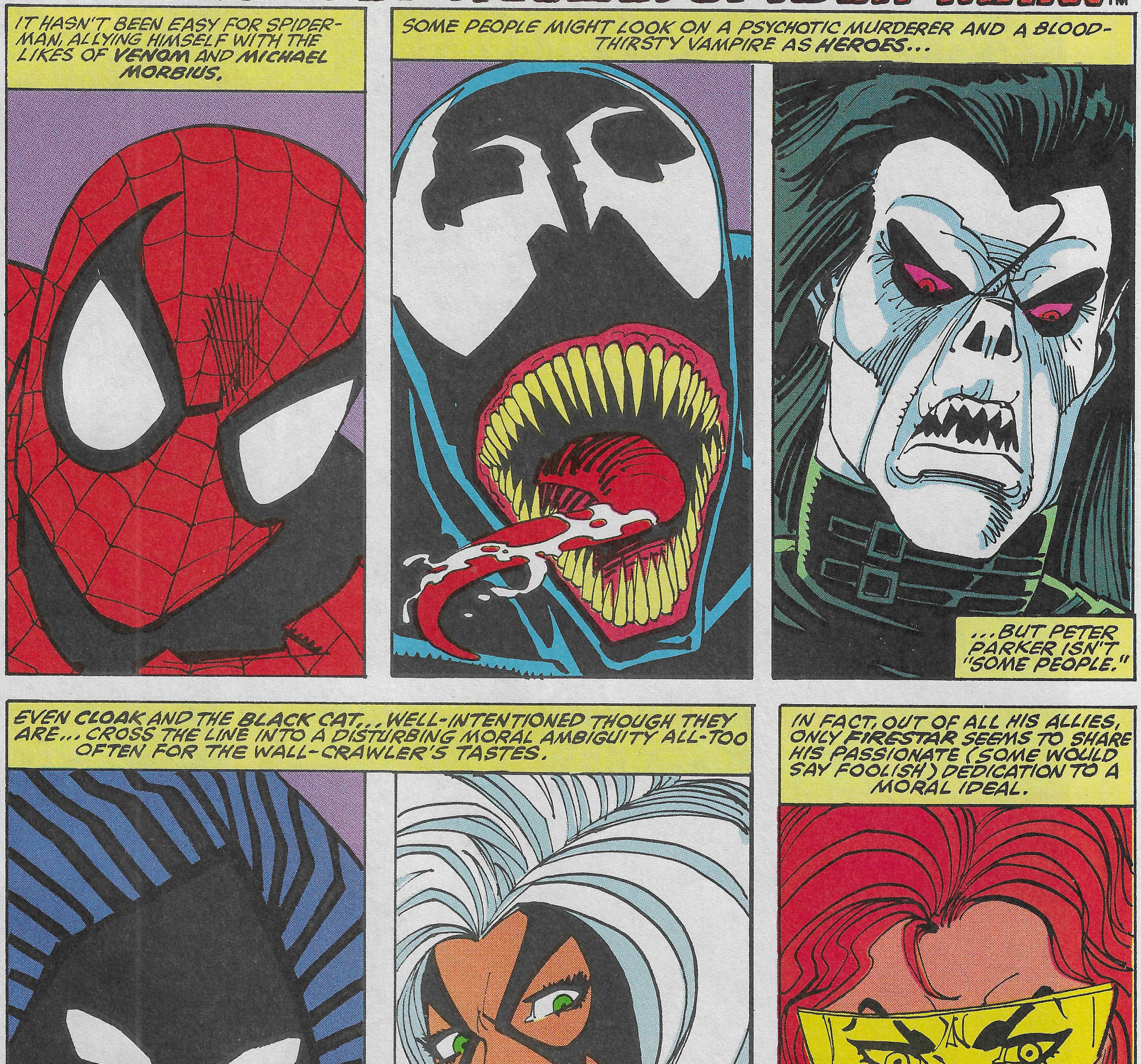
World Cup winners Brazil and the rest of the USA '94 teams for around £4.00 each.

Subbuteo
Accessories
"Puts the game in a different league, Brian."

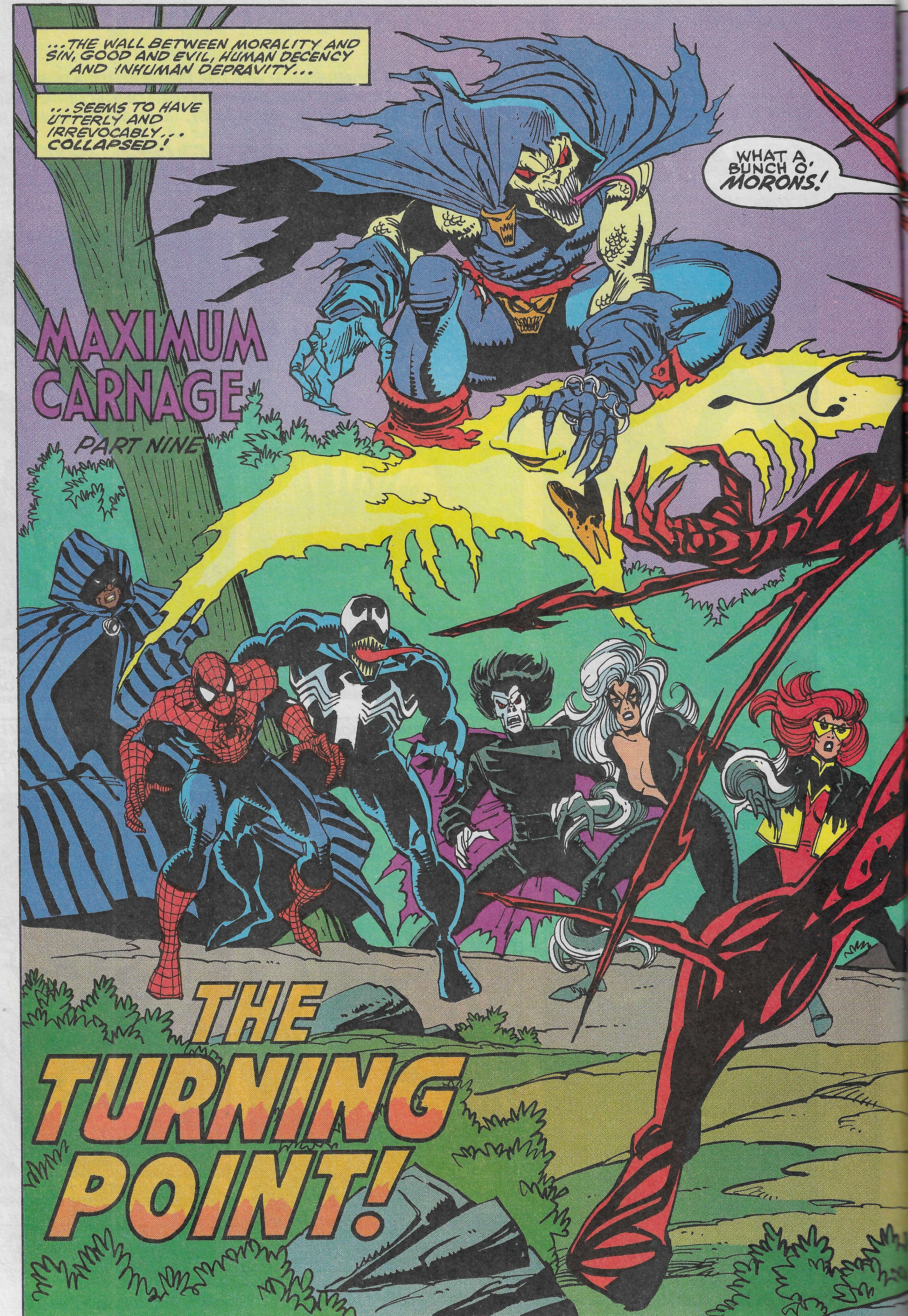
BITTEN BY A RADIOACTIVE SPIDER, STUDENT **PETER PARKER** GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

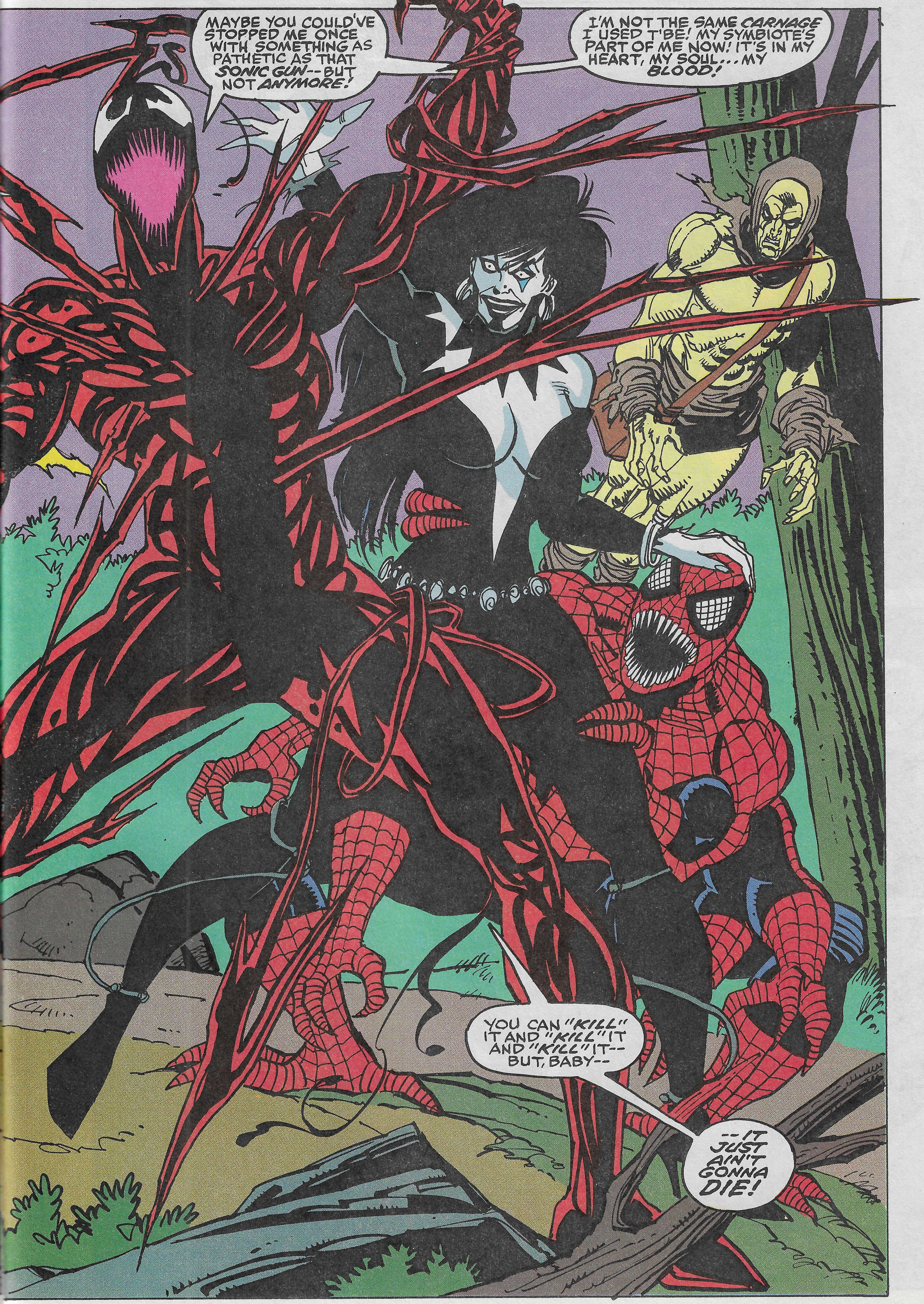
Stan Lee PRESENTS:

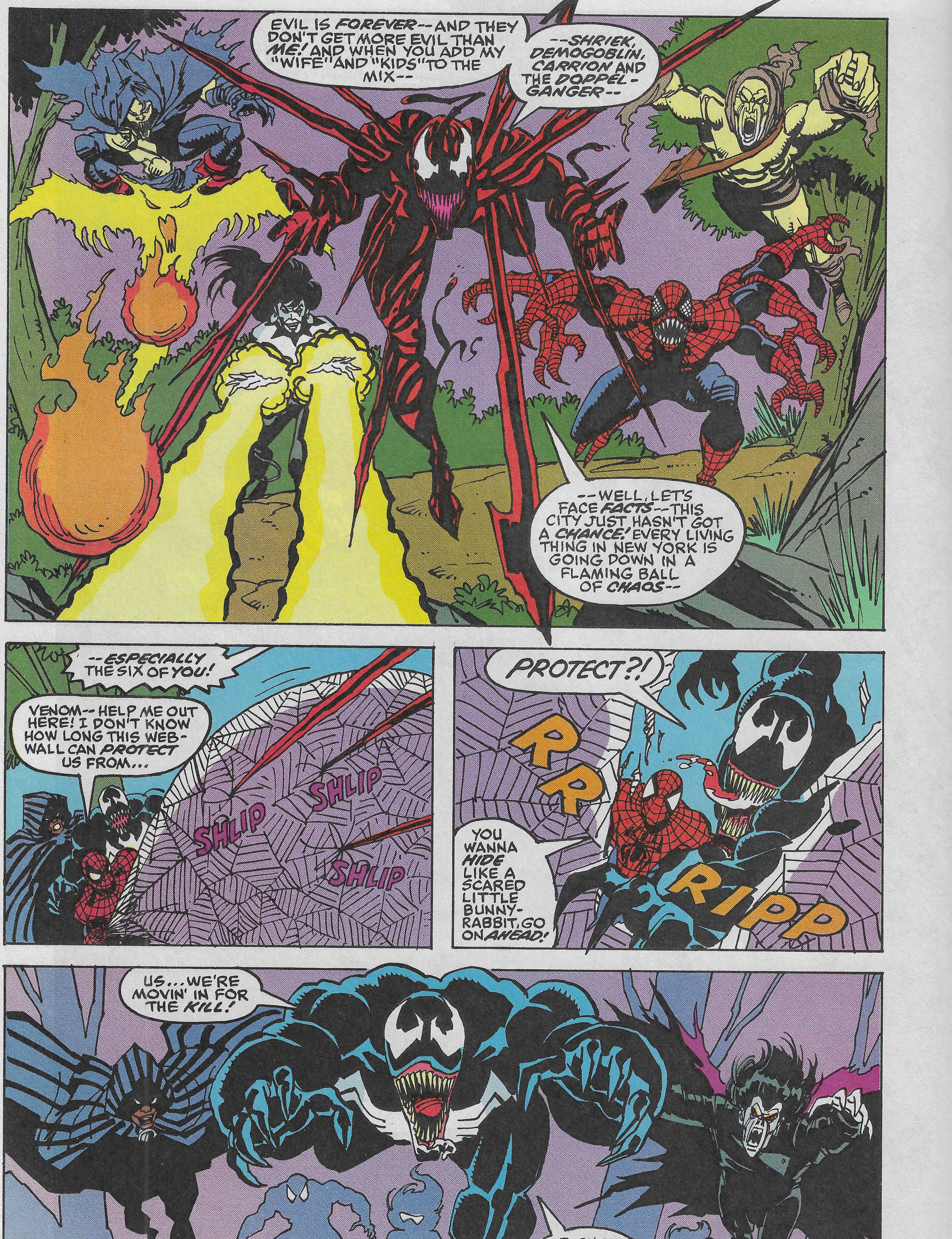
# THE SPECTACULAR SPIDER-MAN!™

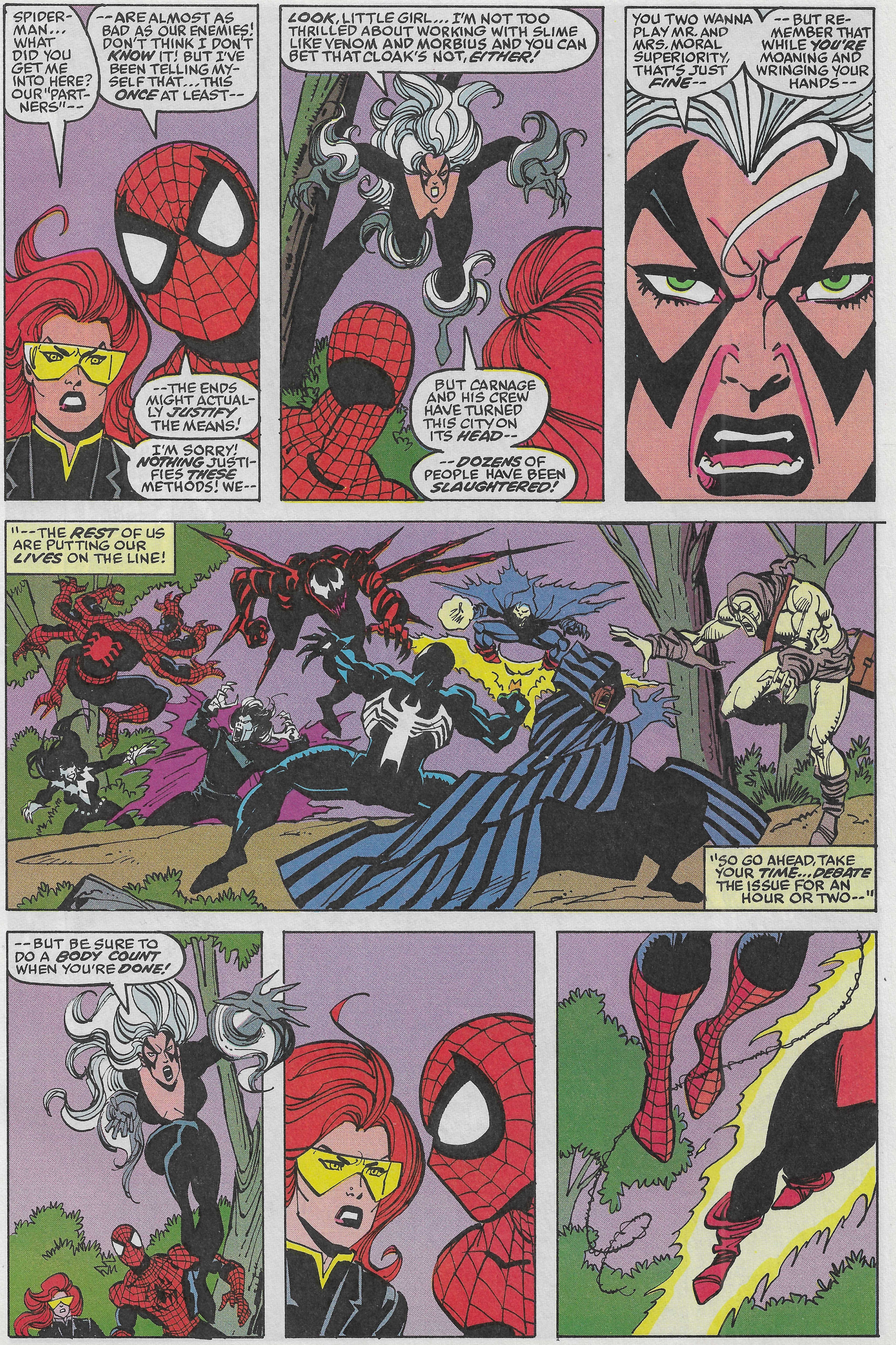

IT HASN'T BEEN EASY FOR SPIDER-MAN, ALLYING HIMSELF WITH THE LIKES OF VENOM AND MICHAEL MORBIUS.
SOME PEOPLE MIGHT LOOK ON A PSYCHOTIC MURDERER AND A BLOOD-THIRSTY VAMPIRE AS HEROES...
...BUT PETER PARKER ISN'T "SOME PEOPLE."
EVEN CLOAK AND THE BLACK CAT... WELL-INTENTIONED THOUGH THEY ARE... CROSS THE LINE INTO A DISTURBING MORAL AMBIGUITY ALL-TOO OFTEN FOR THE WALL-CRAWLER'S TASTES.
IN FACT, OUT OF ALL HIS ALLIES, ONLY FIRESTAR SEEMS TO SHARE HIS PASSIONATE (SOME WOULD SAY FOOLISH) DEDICATION TO A MORAL IDEAL.
BUT TONIGHT AS THE SUN SETS, BLOOD RED OVER PROSPECT PARK...

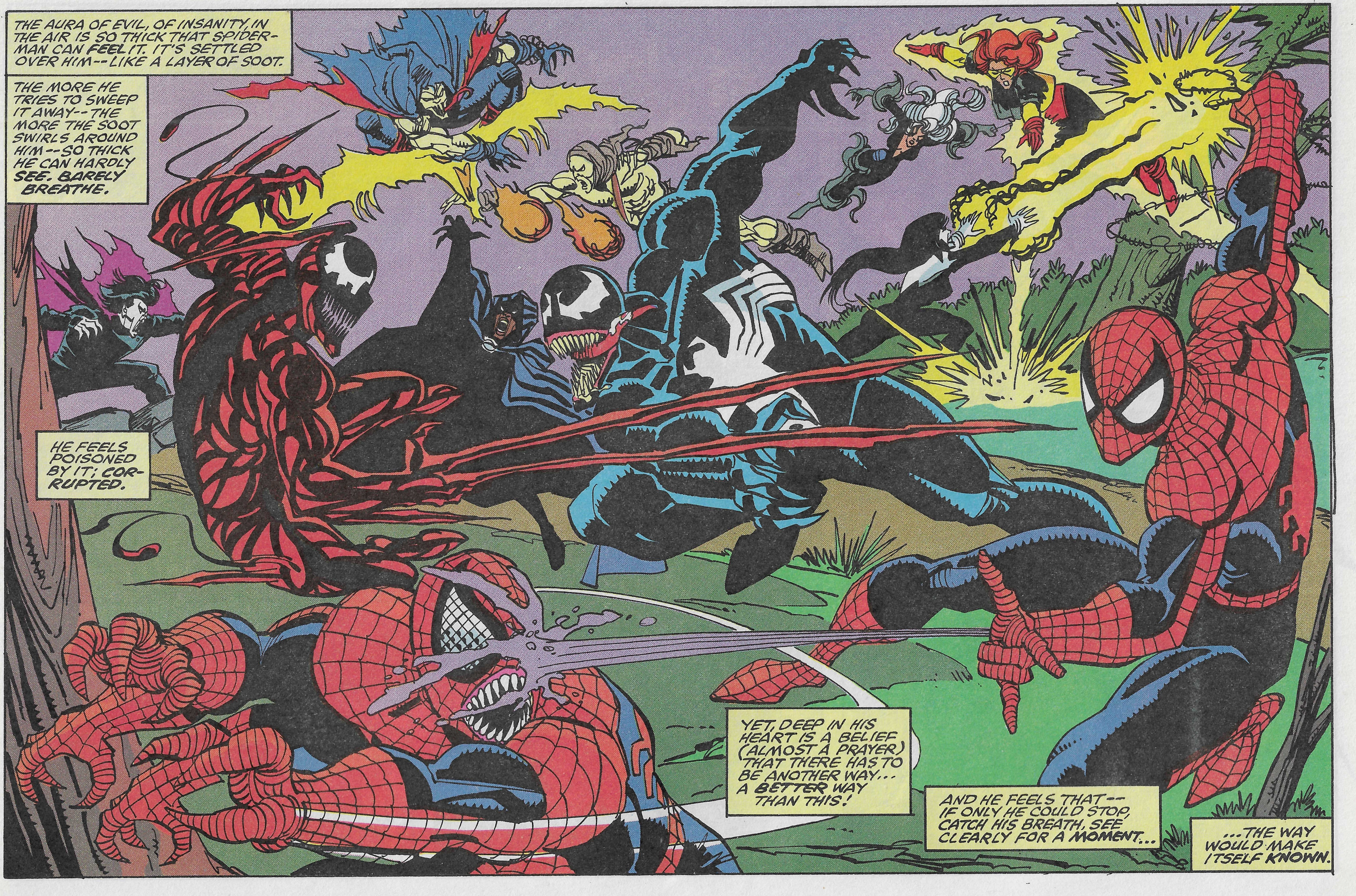
J. M. DE MATTEIS *WRITER*
SAL BUSCEMA *ARTIST*
JOE ROSEN *LETTERER*
BOB SHAREN *COLOURIST*
ROB TOKAR *EDITOR*
DANNY FINGEROTH *GROUP EDITOR*
TOM DeFALCO *EDITOR IN CHIEF*

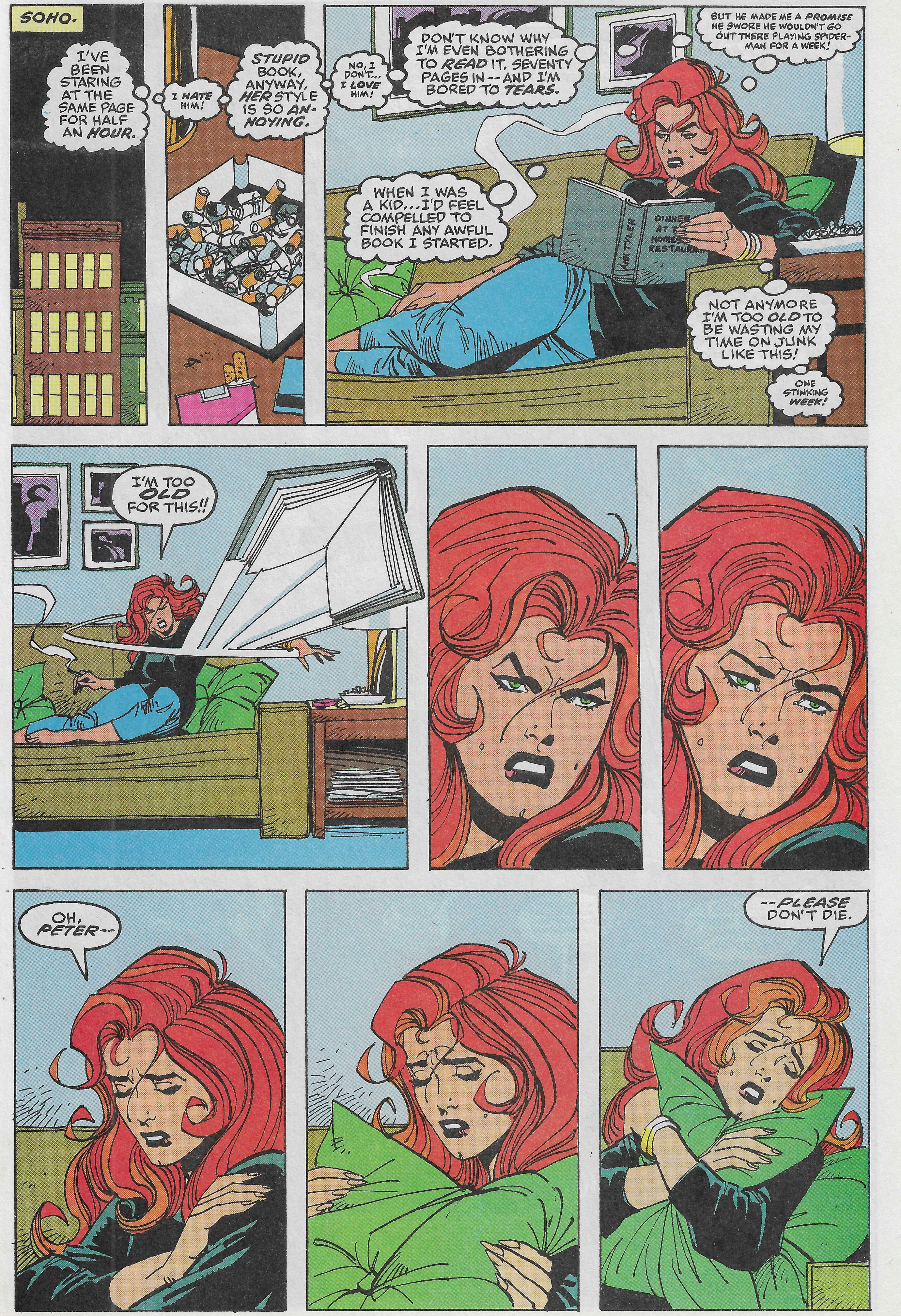

...THE WALL BETWEEN MORALITY AND SIN, GOOD AND EVIL, HUMAN DECENCY AND INHUMAN DEPRAVITY...
...SEEMS TO HAVE UTTERLY AND IRREVOCABLY... COLLAPSED!
WHAT A BUNCH O' MORONS!
MAXIMUM CARNAGE
PART NINE
THE TURNING POINT!

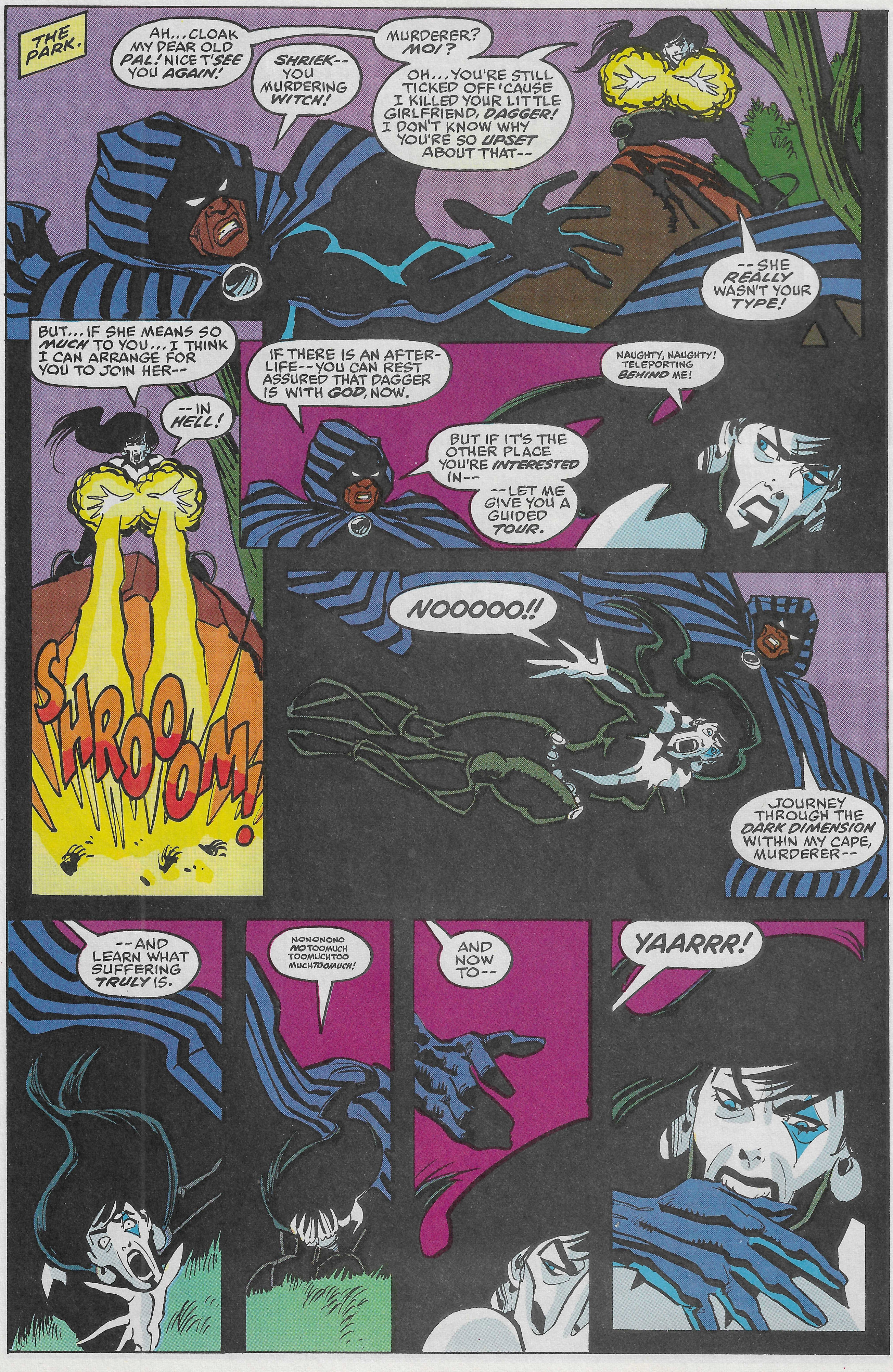

MAYBE YOU COULD'VE STOPPED ME ONCE WITH SOMETHING AS PATHETIC AS THAT SONIC GUN-- BUT NOT ANYMORE!
I'M NOT THE SAME CARNAGE I USED T'BE! MY SYMBIOTE'S PART OF ME NOW! IT'S IN MY HEART, MY SOUL... MY BLOOD!
YOU CAN "KILL" IT AND "KILL" IT AND "KILL" IT-- BUT, BABY--
--IT JUST AIN'T GONNA DIE!

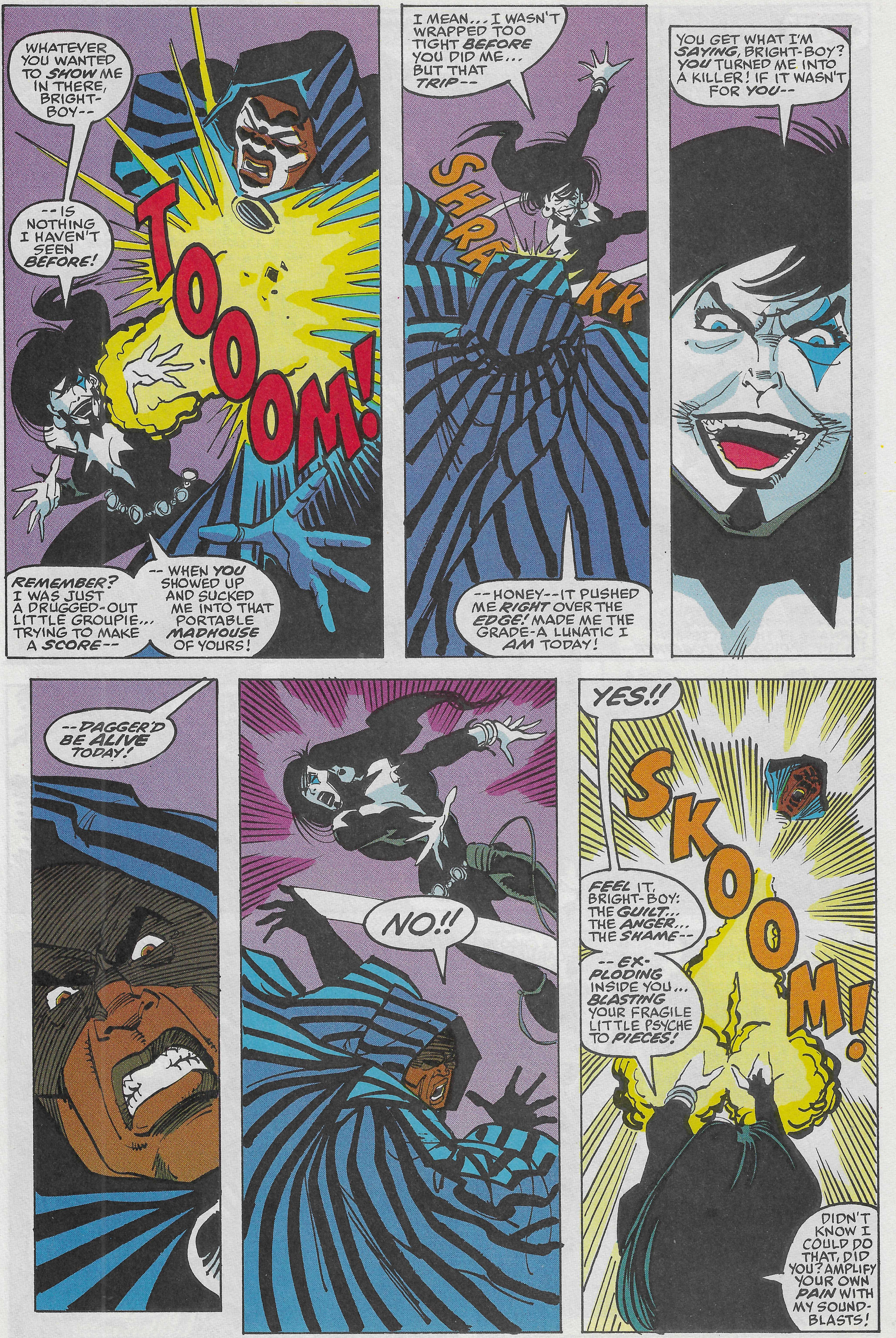

EVIL IS *FOREVER*-- AND THEY DON'T GET MORE EVIL THAN *ME!* AND WHEN YOU ADD MY "WIFE" AND "KIDS" TO THE MIX--
--*SHRIEK, DEMOGOBLIN, CARRION* AND THE *DOPPELGANGER*--
--WELL, LET'S FACE *FACTS*--THIS CITY JUST HASN'T GOT A *CHANCE!* EVERY LIVING THING IN NEW YORK IS GOING DOWN IN A FLAMING BALL OF *CHAOS*--
--*ESPECIALLY* THE SIX OF *YOU!*
VENOM-- HELP ME OUT HERE! I DON'T KNOW HOW LONG THIS WEB-WALL CAN *PROTECT* US FROM...
SHLIP
SHLIP
SHLIP
SHLIP
PROTECT?!
RR
YOU WANNA *HIDE* LIKE A SCARED LITTLE BUNNY-RABBIT, GO ON *AHEAD!*
RIPP
US... WE'RE MOVIN' IN FOR THE *KILL!*
NO! *WAIT!* WE CAN'T JUST BLUNDER IN WITHOUT A *PLAN!*
CARNAGE IS FAR MORE DANGEROUS THAN WE EVER *SUSPECTED!*
RIGHT-- AND *THAT'S* WHY I'M GONNA RIP HIS *HEART* OUT!
AND I'LL DO THE SAME TO *ANYBODY* WHO GETS IN MY *WAY!*

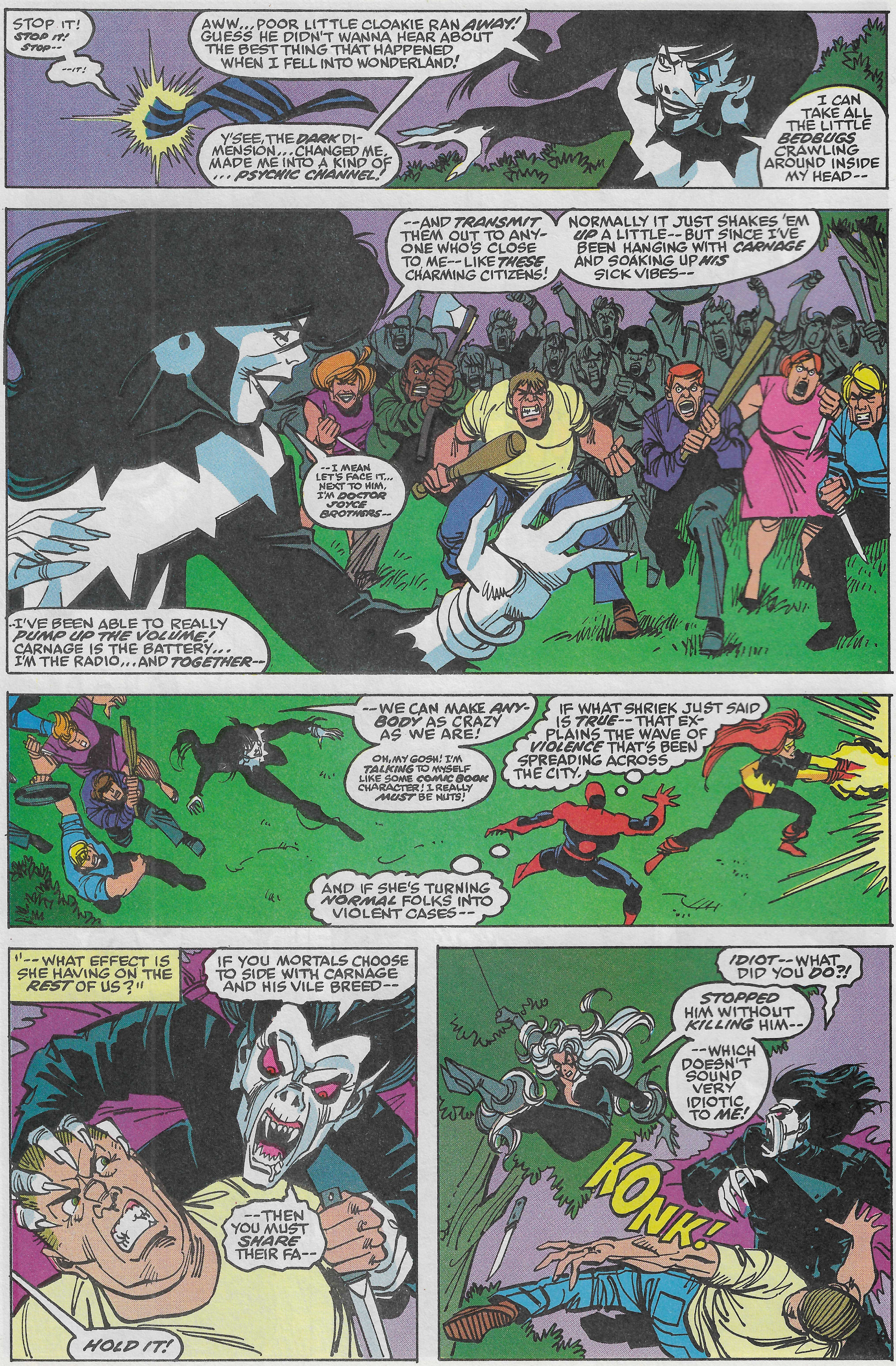

SPIDER-MAN... WHAT DID YOU GET ME INTO HERE? OUR "PARTNERS"--
--ARE ALMOST AS BAD AS OUR ENEMIES! DON'T THINK I DON'T KNOW IT! BUT I'VE BEEN TELLING MYSELF THAT... THIS ONCE AT LEAST--
--THE ENDS MIGHT ACTUALLY JUSTIFY THE MEANS!
I'M SORRY! NOTHING JUSTIFIES THESE METHODS! WE--
LOOK, LITTLE GIRL... I'M NOT TOO THRILLED ABOUT WORKING WITH SLIME LIKE VENOM AND MORBIUS AND YOU CAN BET THAT CLOAK'S NOT, EITHER!
BUT CARNAGE AND HIS CREW HAVE TURNED THIS CITY ON ITS HEAD--
--DOZENS OF PEOPLE HAVE BEEN SLAUGHTERED!
YOU TWO WANNA PLAY MR. AND MRS. MORAL SUPERIORITY, THAT'S JUST FINE--
--BUT REMEMBER THAT WHILE YOU'RE MOANING AND WRINGING YOUR HANDS--
"--THE REST OF US ARE PUTTING OUR LIVES ON THE LINE!
"SO GO AHEAD, TAKE YOUR TIME... DEBATE THE ISSUE FOR AN HOUR OR TWO--"
--BUT BE SURE TO DO A BODY COUNT WHEN YOU'RE DONE!

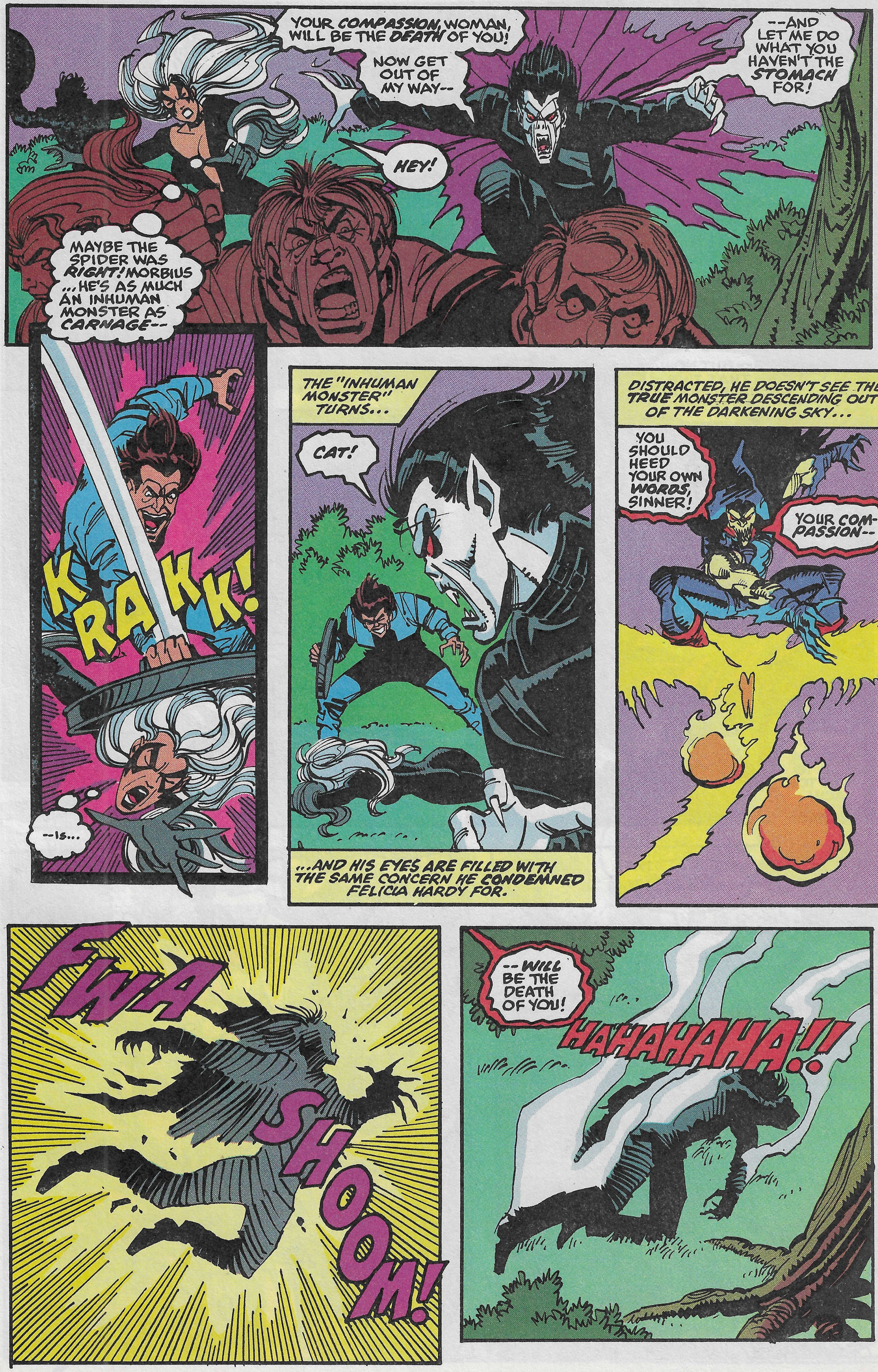

THE AURA OF EVIL, OF INSANITY, IN THE AIR IS SO THICK THAT SPIDER-MAN CAN **FEEL** IT. IT'S SETTLED OVER HIM--LIKE A LAYER OF SOOT.
THE MORE HE TRIES TO SWEEP IT AWAY--THE MORE THE SOOT SWIRLS AROUND HIM--SO THICK HE CAN HARDLY **SEE. BARELY BREATHE.**
HE FEELS POISONED BY IT; CORRUPTED.
YET, DEEP IN HIS HEART IS A BELIEF (ALMOST A PRAYER) THAT THERE HAS TO BE ANOTHER WAY... A **BETTER** WAY THAN THIS!
AND HE FEELS THAT--IF ONLY HE COULD STOP, CATCH HIS BREATH, SEE CLEARLY FOR A **MOMENT**...
...THE WAY WOULD MAKE ITSELF **KNOWN.**

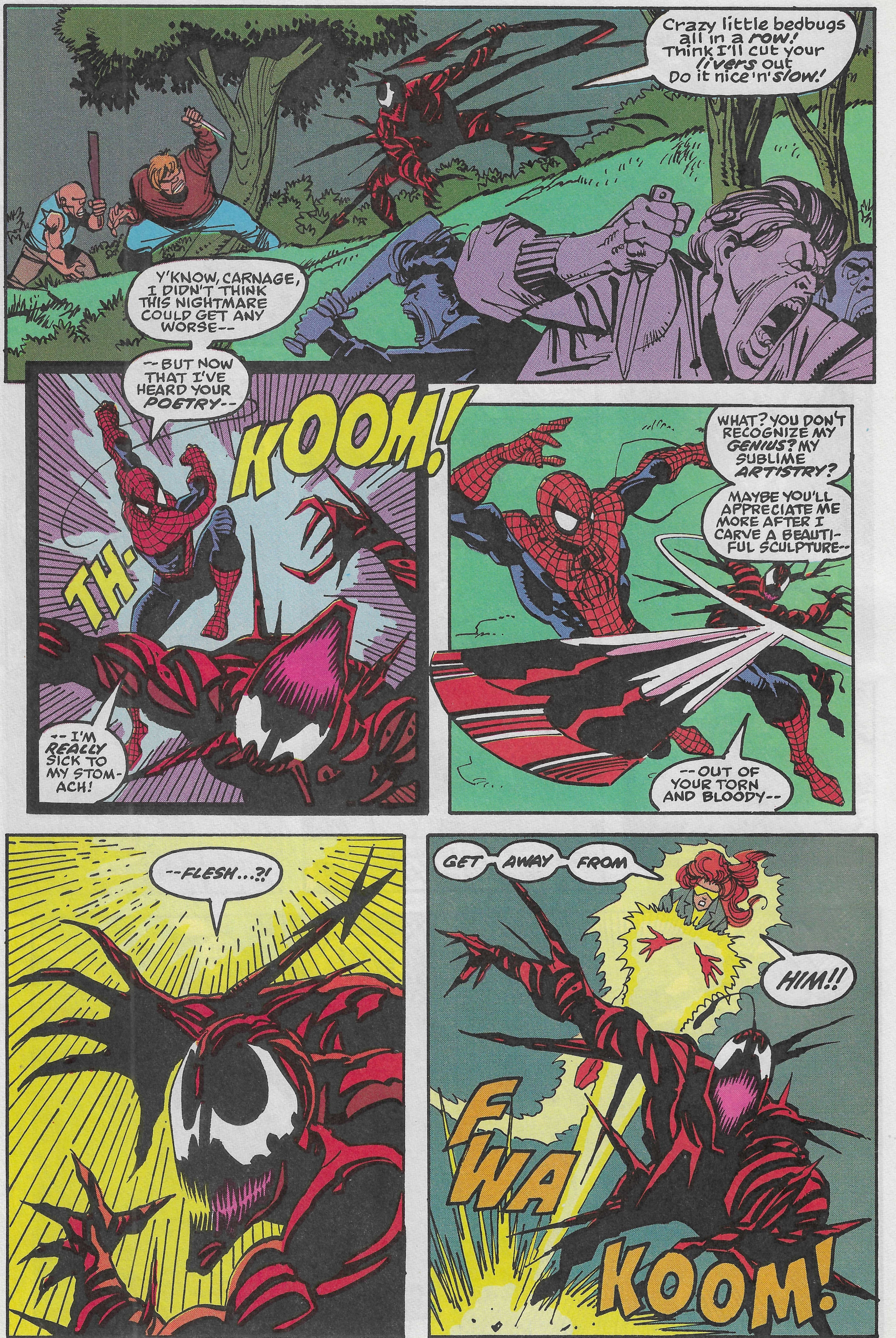

SOHO.
I'VE BEEN STARING AT THE SAME PAGE FOR HALF AN HOUR.
I HATE HIM!
STUPID BOOK, ANYWAY. HER STYLE IS SO ANNOYING.
NO, I DON'T... I LOVE HIM!
DON'T KNOW WHY I'M EVEN BOTHERING TO READ IT. SEVENTY PAGES IN--AND I'M BORED TO TEARS.
BUT HE MADE ME A PROMISE HE SWORE HE WOULDN'T GO OUT THERE PLAYING SPIDER-MAN FOR A WEEK!
WHEN I WAS A KID... I'D FEEL COMPELLED TO FINISH ANY AWFUL BOOK I STARTED.
ANN TYLER
DINNER
NOT ANYMORE I'M TOO OLD TO BE WASTING MY TIME ON JUNK LIKE THIS!
ONE STINKING WEEK!
I'M TOO OLD FOR THIS!!
OH, PETER--
--PLEASE DON'T DIE.

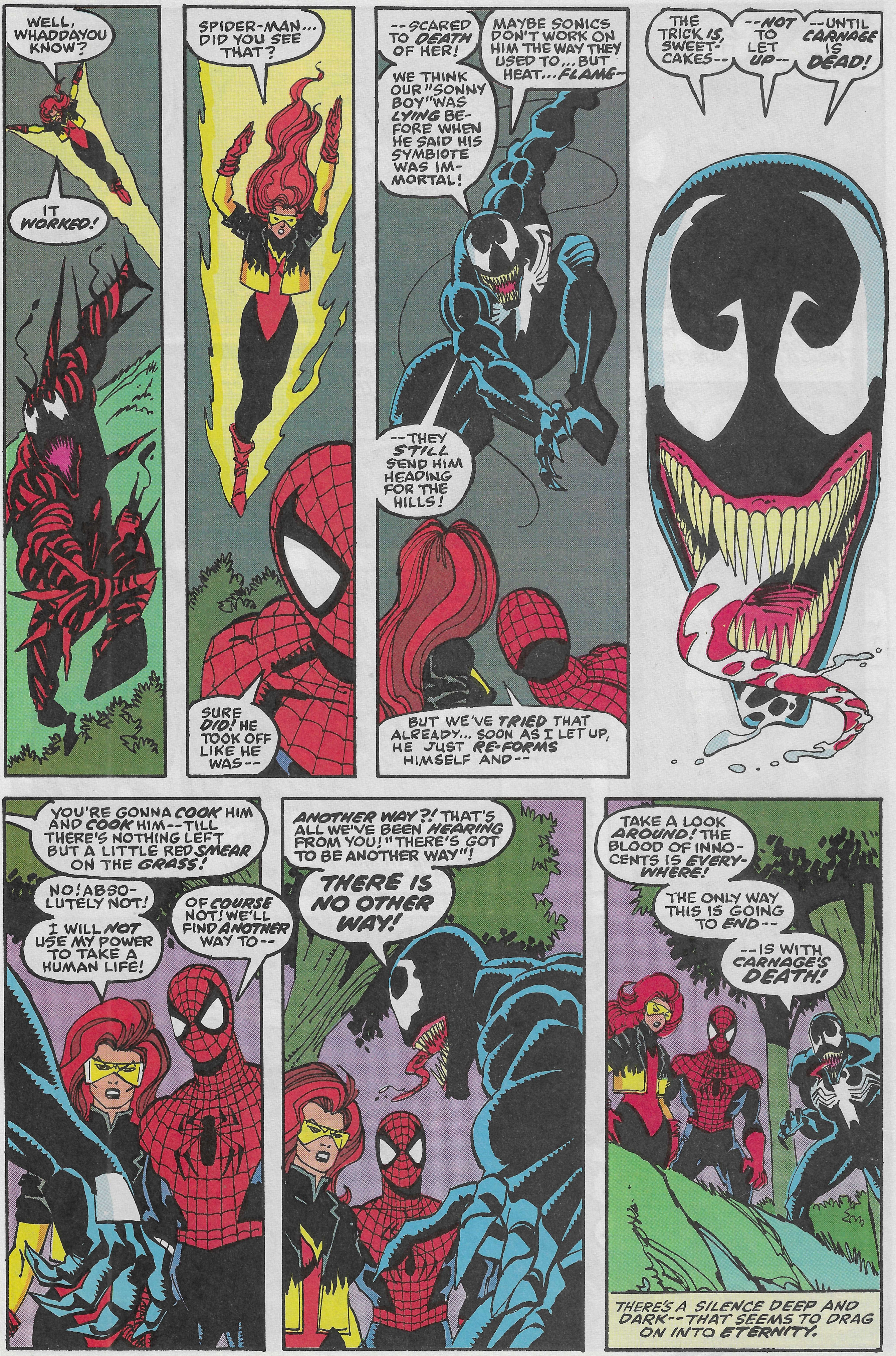

THE PARK.
AH...CLOAK MY DEAR OLD PAL! NICE T'SEE YOU AGAIN!
SHRIEK-- YOU MURDERING WITCH!
MURDERER? MOI?
OH...YOU'RE STILL TICKED OFF 'CAUSE I KILLED YOUR LITTLE GIRLFRIEND, DAGGER! I DON'T KNOW WHY YOU'RE SO UPSET ABOUT THAT--
--SHE REALLY WASN'T YOUR TYPE!
BUT...IF SHE MEANS SO MUCH TO YOU...I THINK I CAN ARRANGE FOR YOU TO JOIN HER--
--IN HELL!
SHROOOM!
IF THERE IS AN AFTER-LIFE--YOU CAN REST ASSURED THAT DAGGER IS WITH GOD, NOW.
NAUGHTY, NAUGHTY! TELEPORTING BEHIND ME!
BUT IF IT'S THE OTHER PLACE YOU'RE INTERESTED IN--
--LET ME GIVE YOU A GUIDED TOUR.
NOOOOO!!
JOURNEY THROUGH THE DARK DIMENSION WITHIN MY CAPE, MURDERER--
--AND LEARN WHAT SUFFERING TRULY IS.
NONONONO NO TOOMUCH TOOMUCHTOO MUCHTOOMUCH!
AND NOW TO--
YAARRR!

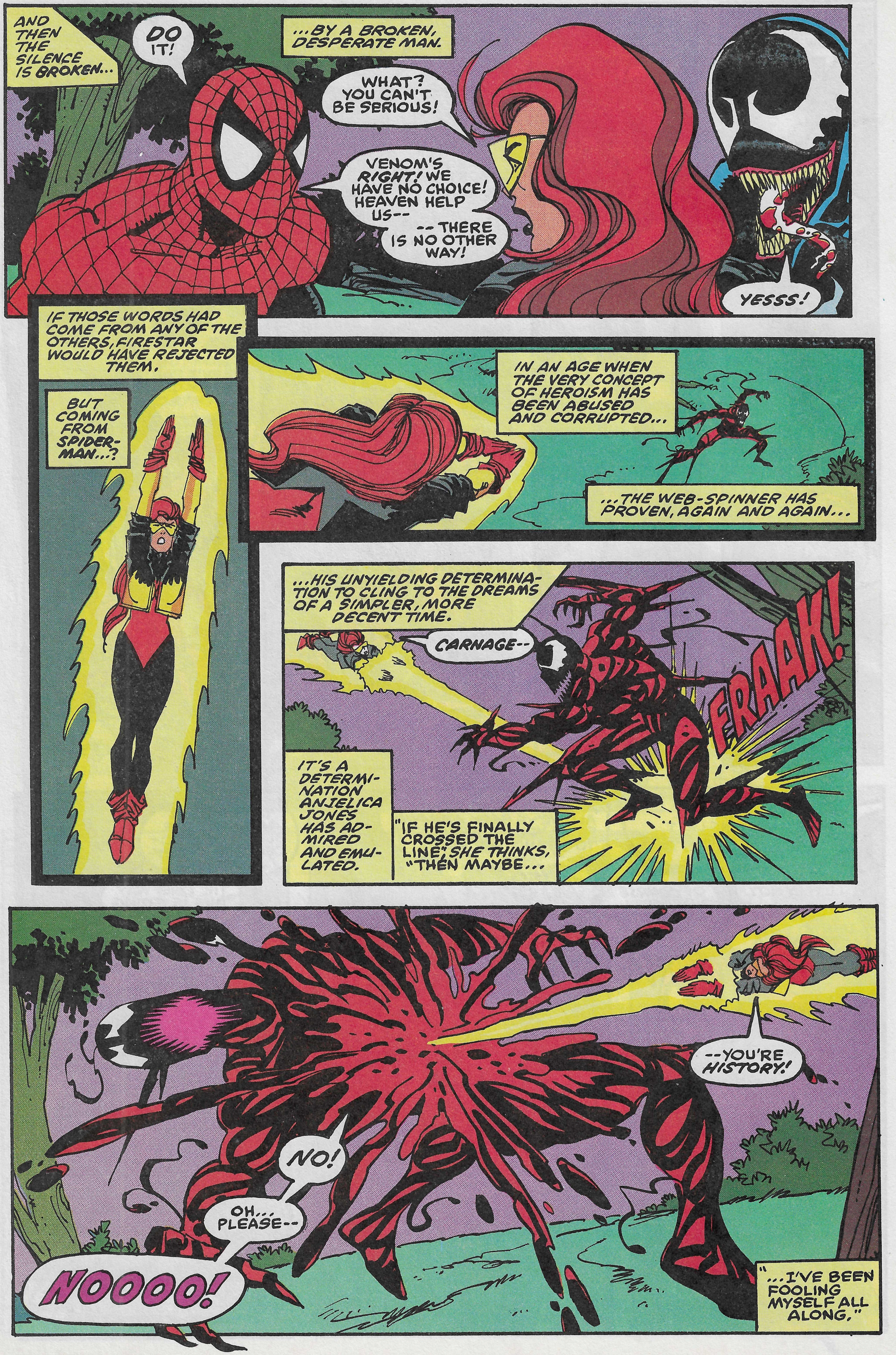

WHATEVER YOU WANTED TO SHOW ME IN THERE, BRIGHT-BOY--
--IS NOTHING I HAVEN'T SEEN BEFORE!
TOOOOM!
REMEMBER? I WAS JUST A DRUGGED-OUT LITTLE GROUPIE... TRYING TO MAKE A SCORE--
--WHEN YOU SHOWED UP AND SUCKED ME INTO THAT PORTABLE MADHOUSE OF YOURS!
I MEAN... I WASN'T WRAPPED TOO TIGHT BEFORE YOU DID ME... BUT THAT TRIP--
SHRAKK
--HONEY--IT PUSHED ME RIGHT OVER THE EDGE! MADE ME THE GRADE-A LUNATIC I AM TODAY!
YOU GET WHAT I'M SAYING, BRIGHT-BOY? YOU TURNED ME INTO A KILLER! IF IT WASN'T FOR YOU--
--DAGGER'D BE ALIVE TODAY!
NO!!
YES!!
SKOOOM!
FEEL IT, BRIGHT-BOY: THE GUILT... THE ANGER... THE SHAME--
--EXPLODING INSIDE YOU... BLASTING YOUR FRAGILE LITTLE PSYCHE TO PIECES!
DIDN'T KNOW I COULD DO THAT, DID YOU? AMPLIFY YOUR OWN PAIN WITH MY SOUND-BLASTS!

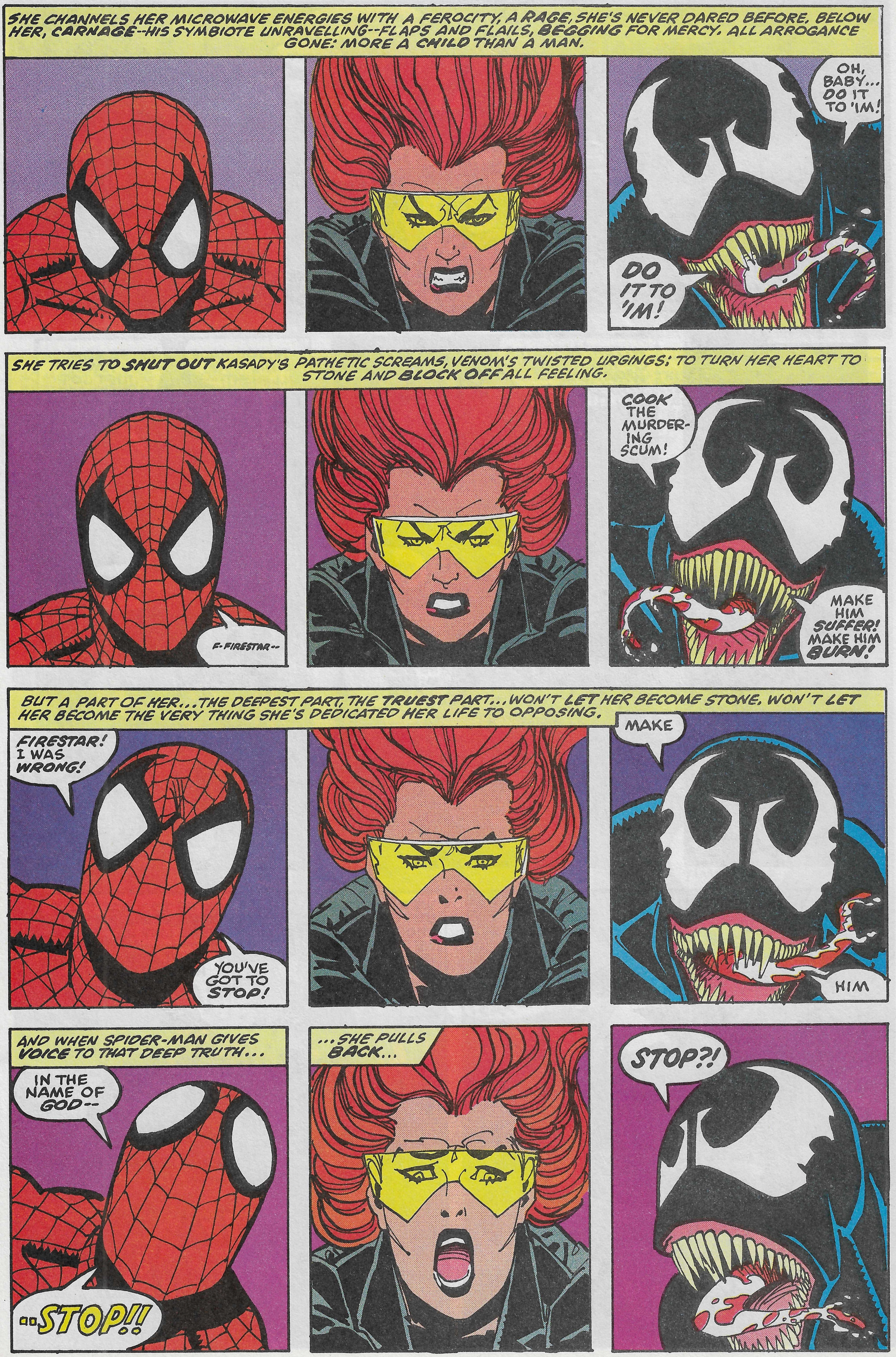

STOP IT! STOP IT! STOP-- --IT!
AWW... POOR LITTLE CLOAKIE RAN AWAY! GUESS HE DIDN'T WANNA HEAR ABOUT THE BEST THING THAT HAPPENED WHEN I FELL INTO WONDERLAND!
Y'SEE, THE DARK DIMENSION... CHANGED ME. MADE ME INTO A KIND OF... PSYCHIC CHANNEL!
I CAN TAKE ALL THE LITTLE BEDBUGS CRAWLING AROUND INSIDE MY HEAD--
--AND TRANSMIT THEM OUT TO ANYONE WHO'S CLOSE TO ME--LIKE THESE CHARMING CITIZENS!
NORMALLY IT JUST SHAKES 'EM UP A LITTLE--BUT SINCE I'VE BEEN HANGING WITH CARNAGE AND SOAKING UP HIS SICK VIBES--
--I MEAN LET'S FACE IT... NEXT TO HIM, I'M DOCTOR JOYCE BROTHERS--
--I'VE BEEN ABLE TO REALLY PUMP UP THE VOLUME! CARNAGE IS THE BATTERY... I'M THE RADIO... AND TOGETHER--
--WE CAN MAKE ANYBODY AS CRAZY AS WE ARE!
OH, MY GOSH! I'M TALKING TO MYSELF LIKE SOME COMIC BOOK CHARACTER! I REALLY MUST BE NUTS!
IF WHAT SHRIEK JUST SAID IS TRUE--THAT EXPLAINS THE WAVE OF VIOLENCE THAT'S BEEN SPREADING ACROSS THE CITY.
AND IF SHE'S TURNING NORMAL FOLKS INTO VIOLENT CASES--
"--WHAT EFFECT IS SHE HAVING ON THE REST OF US?"
IF YOU MORTALS CHOOSE TO SIDE WITH CARNAGE AND HIS VILE BREED--
--THEN YOU MUST SHARE THEIR FA--
HOLD IT!
IDIOT--WHAT DID YOU DO?!
STOPPED HIM WITHOUT KILLING HIM--
--WHICH DOESN'T SOUND VERY IDIOTIC TO ME!
KONK!

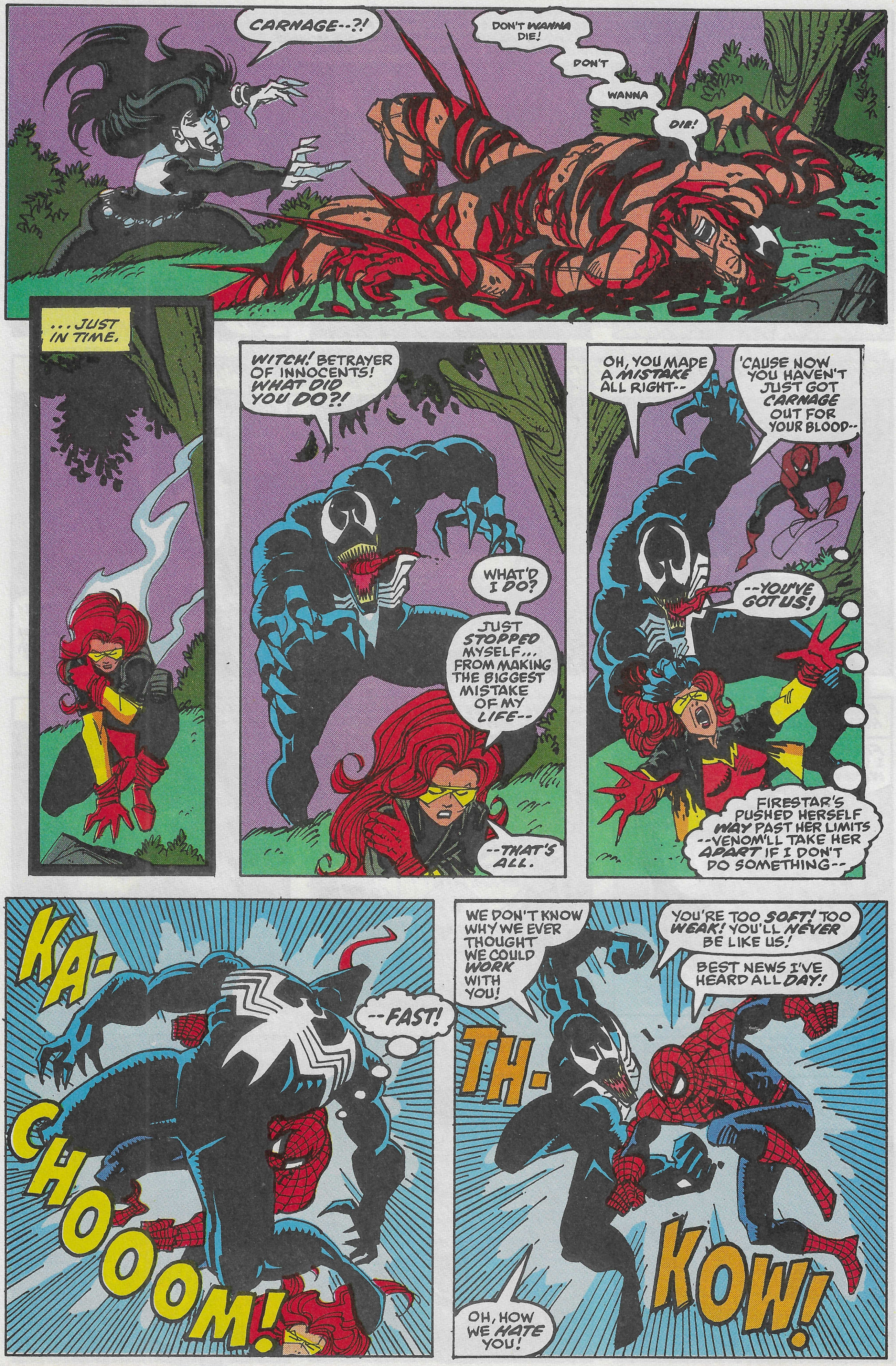

YOUR COMPASSION, WOMAN, WILL BE THE DEATH OF YOU!
NOW GET OUT OF MY WAY--
--AND LET ME DO WHAT YOU HAVEN'T THE STOMACH FOR!
HEY!
MAYBE THE SPIDER WAS RIGHT! MORBIUS ...HE'S AS MUCH AN INHUMAN MONSTER AS CARNAGE--
KRAKK!
--IS...
THE "INHUMAN MONSTER" TURNS...
CAT!
...AND HIS EYES ARE FILLED WITH THE SAME CONCERN HE CONDEMNED FELICIA HARDY FOR.
DISTRACTED, HE DOESN'T SEE THE TRUE MONSTER DESCENDING OUT OF THE DARKENING SKY...
YOU SHOULD HEED YOUR OWN WORDS, SINNER!
YOUR COMPASSION--
FWA SHOOM!
--WILL BE THE DEATH OF YOU!
HAHAHAHA!!

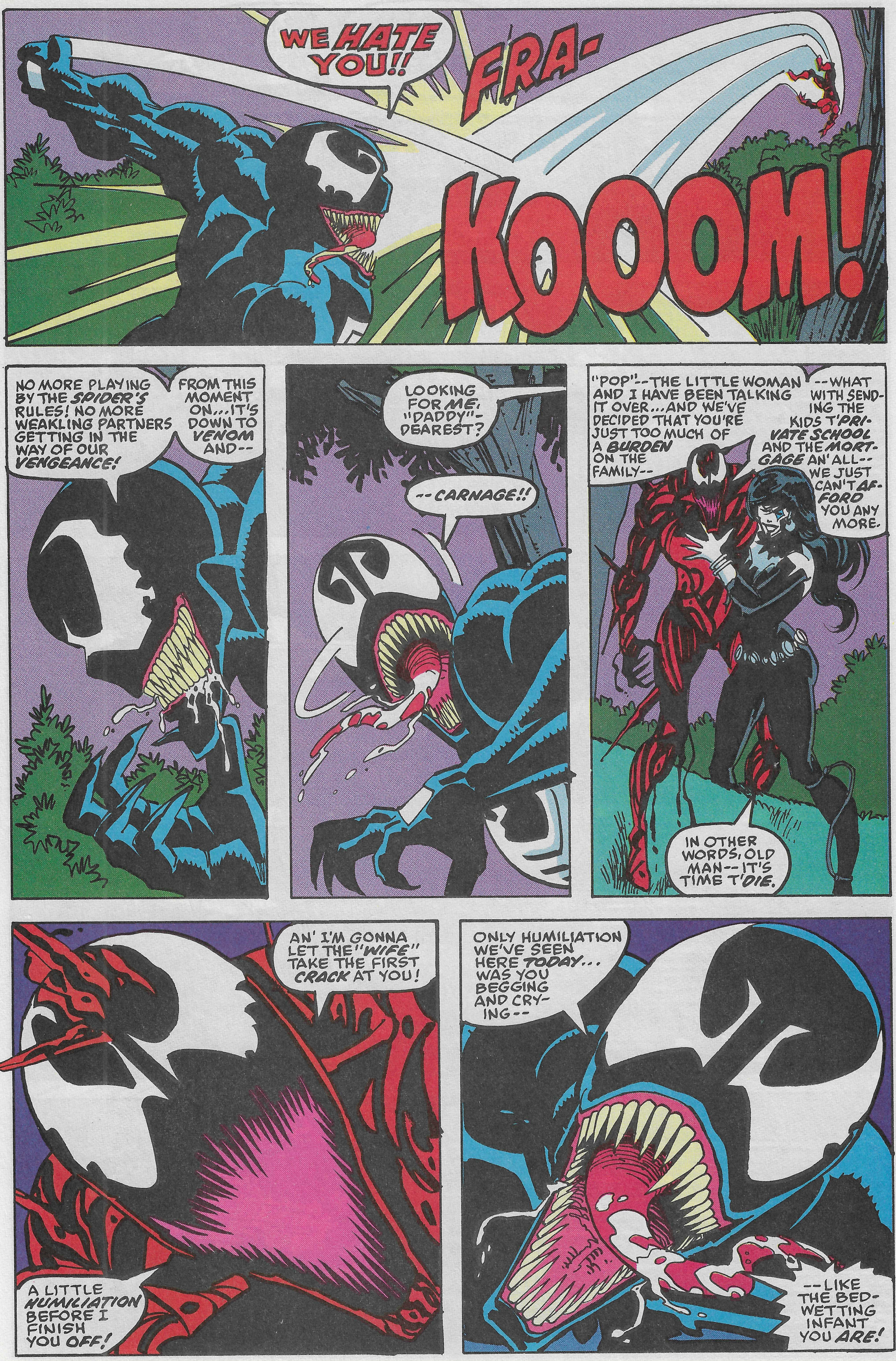

Crazy little bedbugs all in a *row!* Think I'll cut your *livers* out Do it nice 'n' *slow!*
Y'KNOW, CARNAGE, I DIDN'T THINK THIS NIGHTMARE COULD GET ANY WORSE--
--BUT NOW THAT I'VE HEARD YOUR *POETRY*--
TH-KOOM!
--I'M *REALLY* SICK TO MY STOMACH!
WHAT? YOU DON'T RECOGNIZE MY *GENIUS?* MY SUBLIME *ARTISTRY?*
MAYBE YOU'LL APPRECIATE ME MORE AFTER I CARVE A BEAUTIFUL SCULPTURE--
--OUT OF YOUR TORN AND BLOODY--
--*FLESH*...?!
GET AWAY FROM
HIM!!
FWA KOOM!

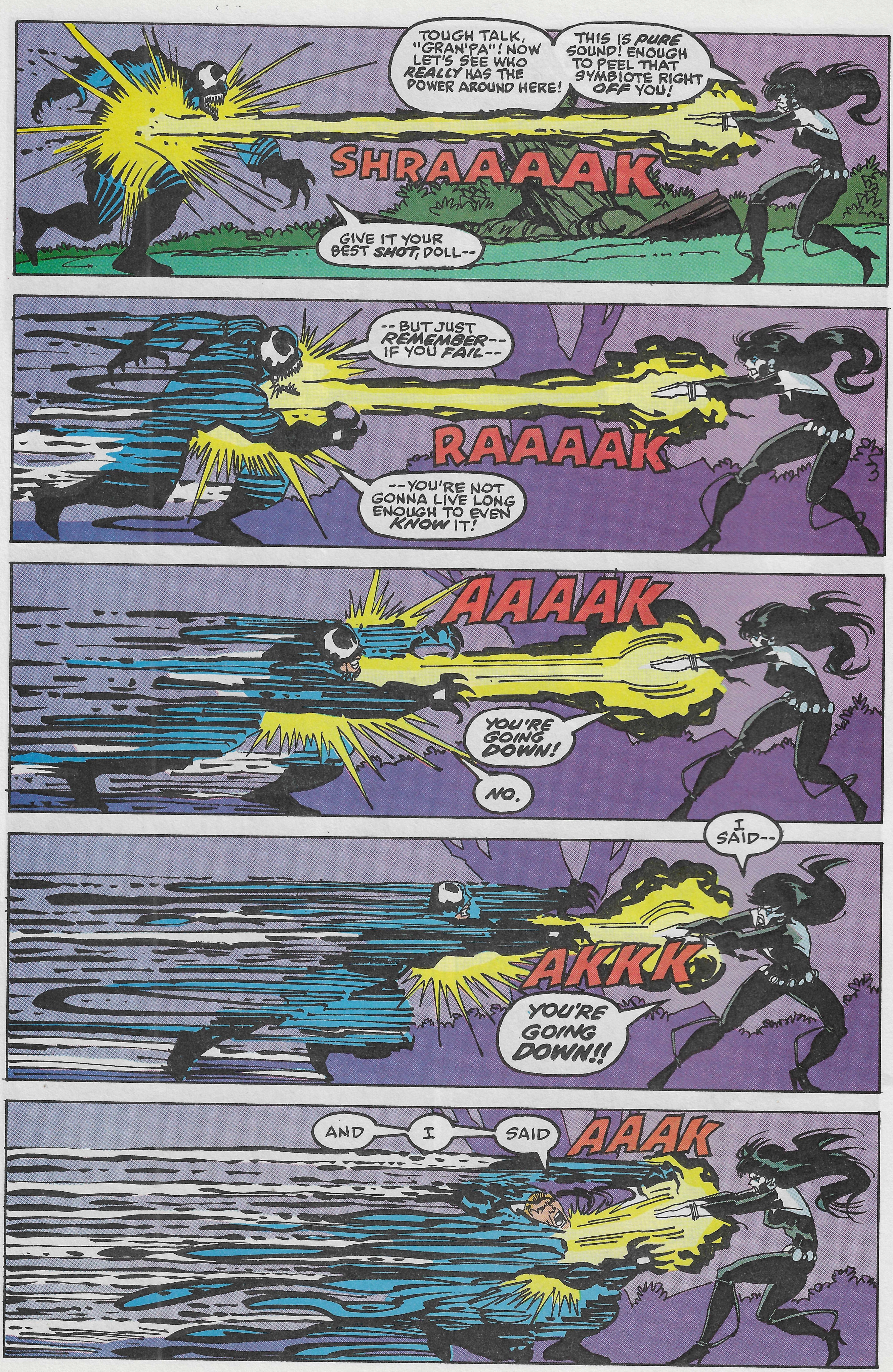

WELL, WHADDAYOU KNOW?
IT WORKED!
SPIDER-MAN... DID YOU SEE THAT?
SURE DID! HE TOOK OFF LIKE HE WAS--
--SCARED TO DEATH OF HER!
WE THINK OUR "SONNY BOY" WAS LYING BEFORE WHEN HE SAID HIS SYMBIOTE WAS IMMORTAL!
MAYBE SONICS DON'T WORK ON HIM THE WAY THEY USED TO... BUT HEAT... FLAME--
--THEY STILL SEND HIM HEADING FOR THE HILLS!
BUT WE'VE TRIED THAT ALREADY... SOON AS I LET UP, HE JUST RE-FORMS HIMSELF AND--
THE TRICK IS, SWEET-CAKES--
--NOT TO LET UP--
--UNTIL CARNAGE IS DEAD!
YOU'RE GONNA COOK HIM AND COOK HIM--TILL THERE'S NOTHING LEFT BUT A LITTLE RED SMEAR ON THE GRASS!
NO! ABSOLUTELY NOT!
I WILL NOT USE MY POWER TO TAKE A HUMAN LIFE!
OF COURSE NOT! WE'LL FIND ANOTHER WAY TO--
ANOTHER WAY?! THAT'S ALL WE'VE BEEN HEARING FROM YOU! "THERE'S GOT TO BE ANOTHER WAY"!
THERE IS NO OTHER WAY!
TAKE A LOOK AROUND! THE BLOOD OF INNOCENTS IS EVERYWHERE!
THE ONLY WAY THIS IS GOING TO END--
--IS WITH CARNAGE'S DEATH!
THERE'S A SILENCE DEEP AND DARK--THAT SEEMS TO DRAG ON INTO ETERNITY.

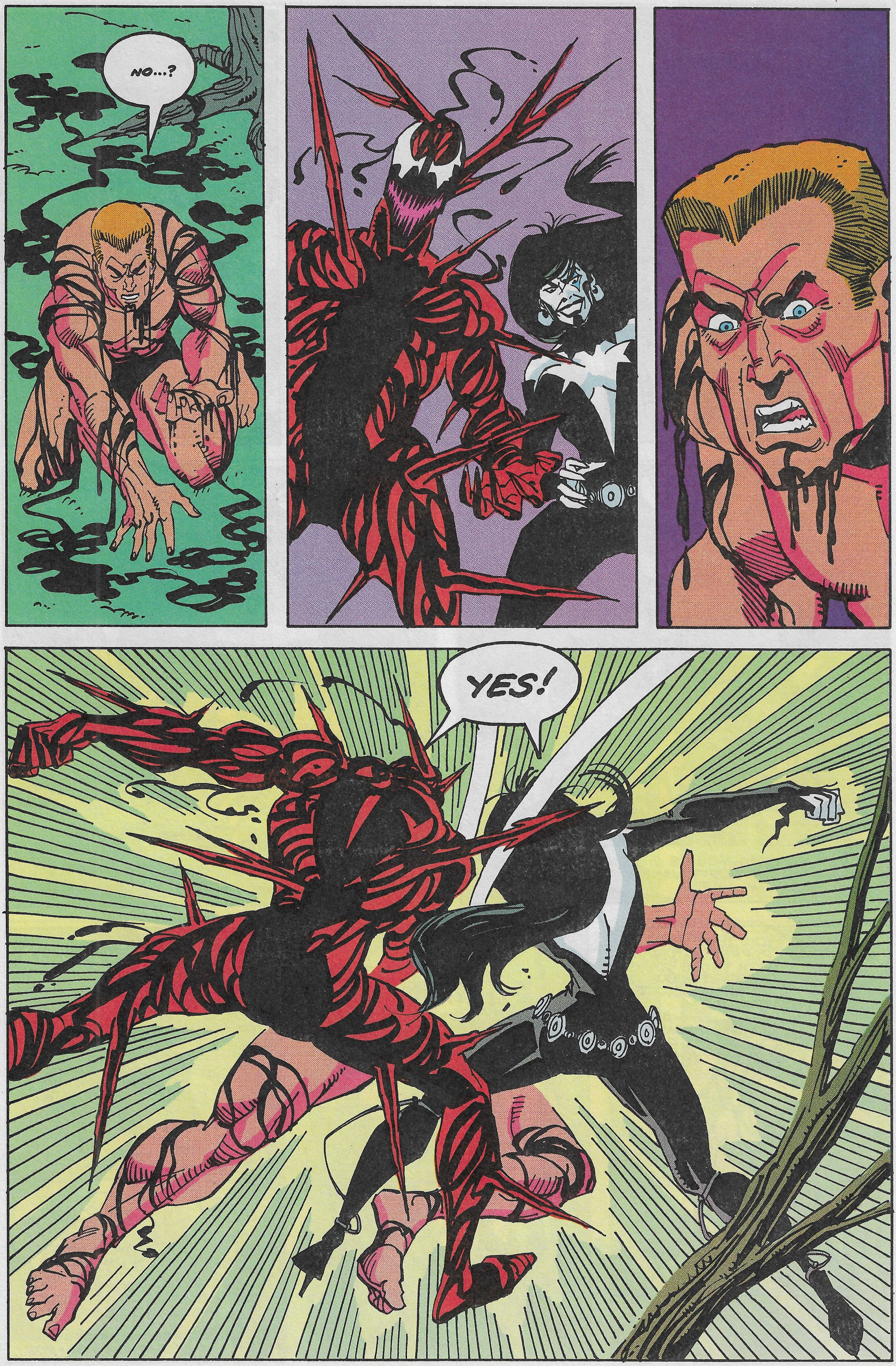

AND THEN THE SILENCE IS BROKEN...
DO IT!
...BY A BROKEN, DESPERATE MAN.
WHAT? YOU CAN'T BE SERIOUS!
VENOM'S RIGHT! WE HAVE NO CHOICE! HEAVEN HELP US--
--THERE IS NO OTHER WAY!
YESSS!
IF THOSE WORDS HAD COME FROM ANY OF THE OTHERS, FIRESTAR WOULD HAVE REJECTED THEM.
BUT COMING FROM SPIDER-MAN...?
IN AN AGE WHEN THE VERY CONCEPT OF HEROISM HAS BEEN ABUSED AND CORRUPTED...
...THE WEB-SPINNER HAS PROVEN, AGAIN AND AGAIN...
...HIS UNYIELDING DETERMINATION TO CLING TO THE DREAMS OF A SIMPLER, MORE DECENT TIME.
CARNAGE--
FRAAK!
IT'S A DETERMINATION ANJELICA JONES HAS ADMIRED AND EMULATED.
"IF HE'S FINALLY CROSSED THE LINE," SHE THINKS, "THEN MAYBE...
--YOU'RE HISTORY!
NO!
OH... PLEASE--
NOOOO!
"...I'VE BEEN FOOLING MYSELF ALL ALONG."

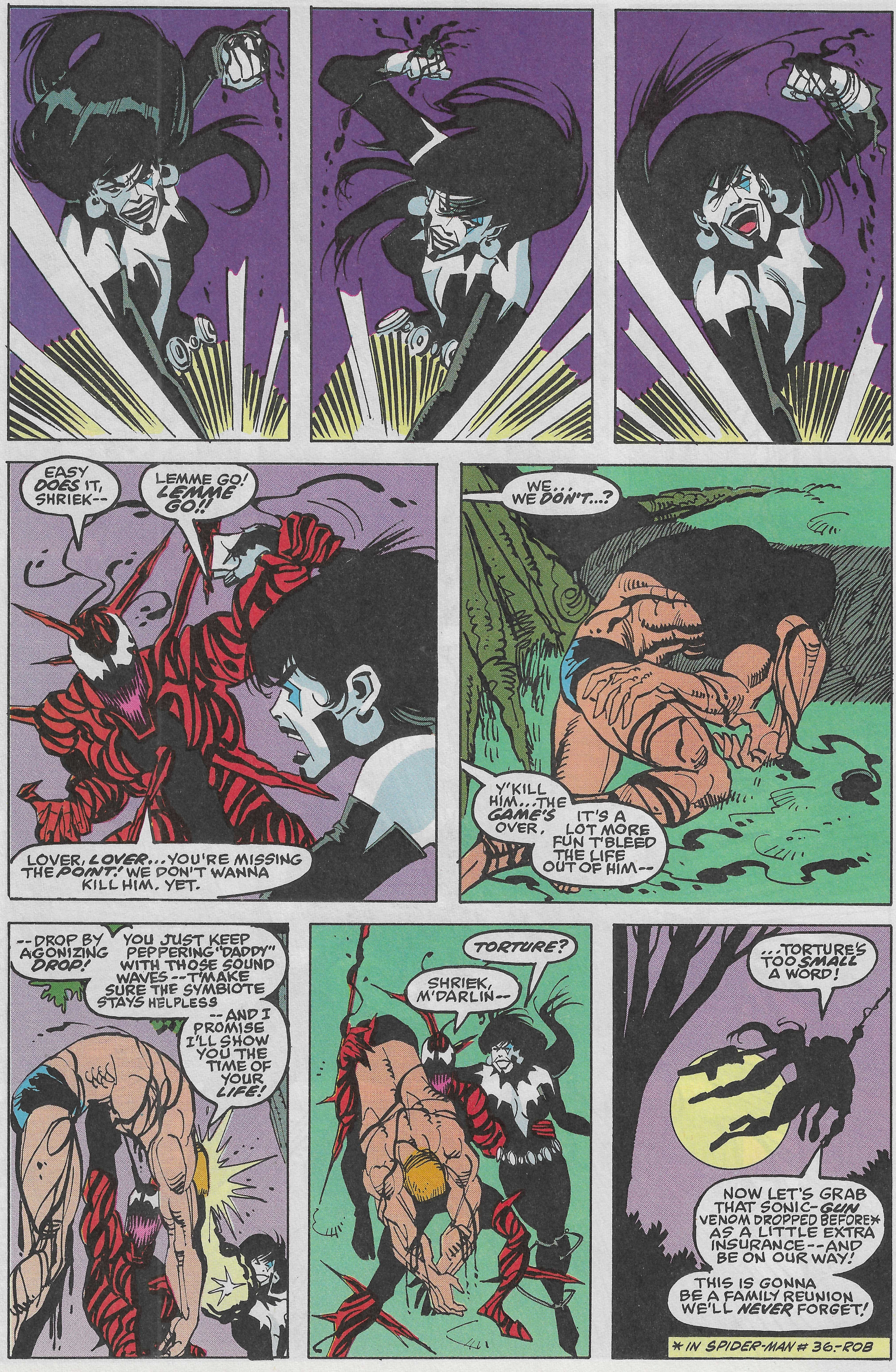

SHE CHANNELS HER MICROWAVE ENERGIES WITH A FEROCITY, A RAGE, SHE'S NEVER DARED BEFORE. BELOW HER, CARNAGE--HIS SYMBIOTE UNRAVELLING--FLAPS AND FLAILS, BEGGING FOR MERCY. ALL ARROGANCE GONE: MORE A CHILD THAN A MAN.
OH, BABY... DO IT TO 'IM!
DO IT TO 'IM!
SHE TRIES TO SHUT OUT KASADY'S PATHETIC SCREAMS, VENOM'S TWISTED URGINGS: TO TURN HER HEART TO STONE AND BLOCK OFF ALL FEELING.
F-FIRESTAR--
COOK THE MURDERING SCUM!
MAKE HIM SUFFER! MAKE HIM BURN!
BUT A PART OF HER... THE DEEPEST PART, THE TRUEST PART... WON'T LET HER BECOME STONE. WON'T LET HER BECOME THE VERY THING SHE'S DEDICATED HER LIFE TO OPPOSING.
FIRESTAR! I WAS WRONG!
YOU'VE GOT TO STOP!
MAKE
HIM
AND WHEN SPIDER-MAN GIVES VOICE TO THAT DEEP TRUTH...
IN THE NAME OF GOD--
--STOP!!
...SHE PULLS BACK...
STOP?!

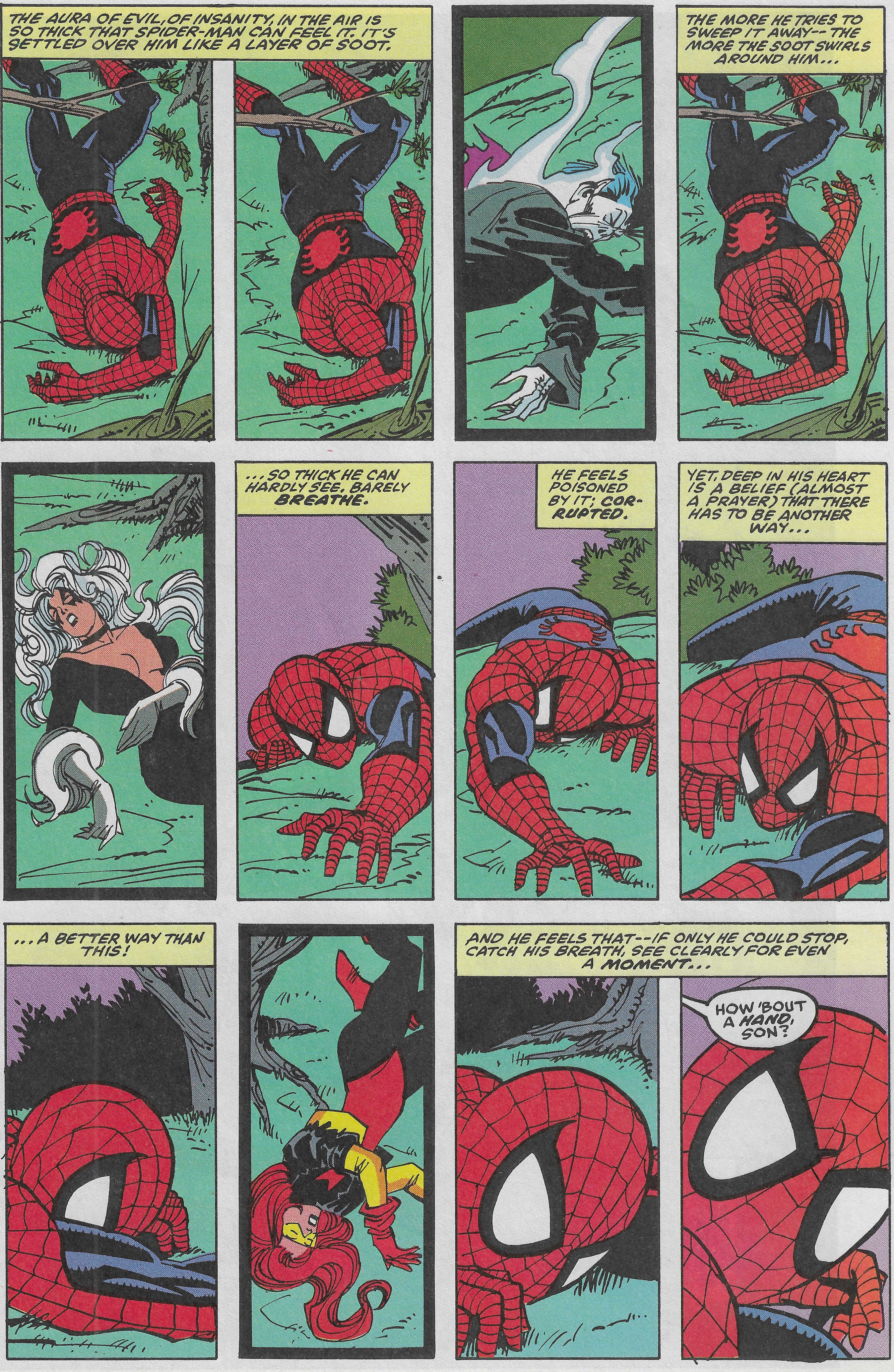

CARNAGE--?!
DON'T WANNA DIE!
DON'T
WANNA
DIE!
...JUST IN TIME.
WITCH! BETRAYER OF INNOCENTS! WHAT DID YOU DO?!
WHAT'D I DO?
JUST STOPPED MYSELF... FROM MAKING THE BIGGEST MISTAKE OF MY LIFE--
--THAT'S ALL.
OH, YOU MADE A MISTAKE ALL RIGHT--
'CAUSE NOW YOU HAVEN'T JUST GOT CARNAGE OUT FOR YOUR BLOOD--
--YOU'VE GOT US!
FIRESTAR'S PUSHED HERSELF WAY PAST HER LIMITS --VENOM'LL TAKE HER APART IF I DON'T DO SOMETHING--
KA-CHOOOM!
--FAST!
WE DON'T KNOW WHY WE EVER THOUGHT WE COULD WORK WITH YOU!
YOU'RE TOO SOFT! TOO WEAK! YOU'LL NEVER BE LIKE US!
BEST NEWS I'VE HEARD ALL DAY!
TH-KOW!
OH, HOW WE HATE YOU!

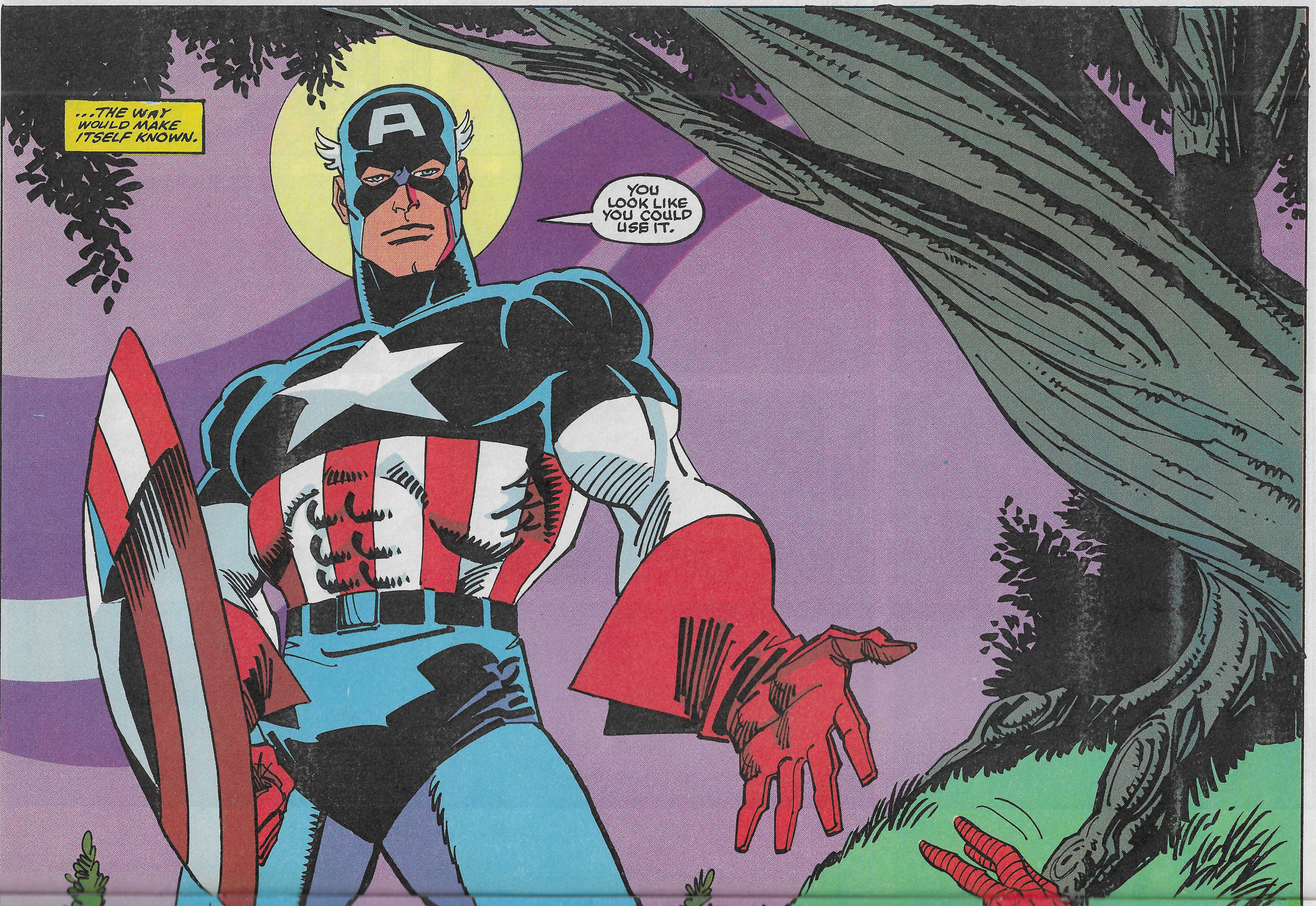

WE HATE YOU!!
FRA-
KOOOM!
NO MORE PLAYING BY THE SPIDER'S RULES! NO MORE WEAKLING PARTNERS GETTING IN THE WAY OF OUR VENGEANCE!
FROM THIS MOMENT ON... IT'S DOWN TO VENOM AND--
LOOKING FOR ME, "DADDY"-DEAREST?
--CARNAGE!!
"POP"--THE LITTLE WOMAN AND I HAVE BEEN TALKING IT OVER... AND WE'VE DECIDED THAT YOU'RE JUST TOO MUCH OF A BURDEN ON THE FAMILY--
--WHAT WITH SENDING THE KIDS T'PRIVATE SCHOOL AND THE MORTGAGE AN' ALL--WE JUST CAN'T AFFORD YOU ANY MORE.
IN OTHER WORDS, OLD MAN--IT'S TIME T'DIE.
AN' I'M GONNA LET THE "WIFE" TAKE THE FIRST CRACK AT YOU!
A LITTLE HUMILIATION BEFORE I FINISH YOU OFF!
ONLY HUMILIATION WE'VE SEEN HERE TODAY... WAS YOU BEGGING AND CRYING--
--LIKE THE BED-WETTING INFANT YOU ARE!

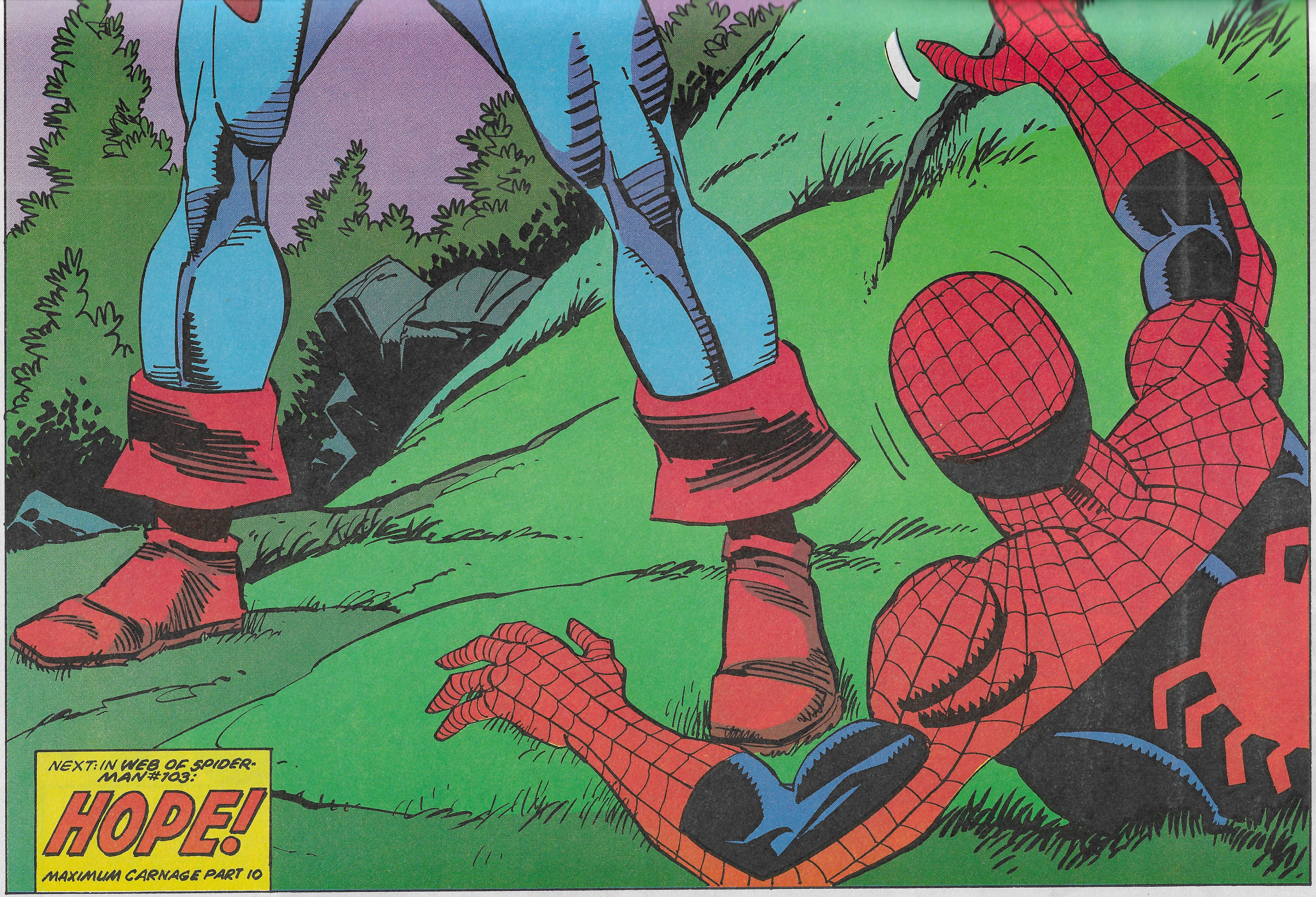

TOUGH TALK, "GRAN'PA"! NOW LET'S SEE WHO *REALLY* HAS THE POWER AROUND HERE!
THIS IS *PURE* SOUND! ENOUGH TO PEEL THAT SYMBIOTE RIGHT *OFF* YOU!
SHRAAAAK
GIVE IT YOUR BEST *SHOT*, DOLL--
--BUT JUST *REMEMBER*--IF YOU *FAIL*--
RAAAAK
--YOU'RE NOT GONNA LIVE LONG ENOUGH TO EVEN *KNOW* IT!
AAAAK
YOU'RE GOING DOWN!
NO.
I SAID--
AKKK
YOU'RE GOING DOWN!!
AND
I
SAID
AAAK

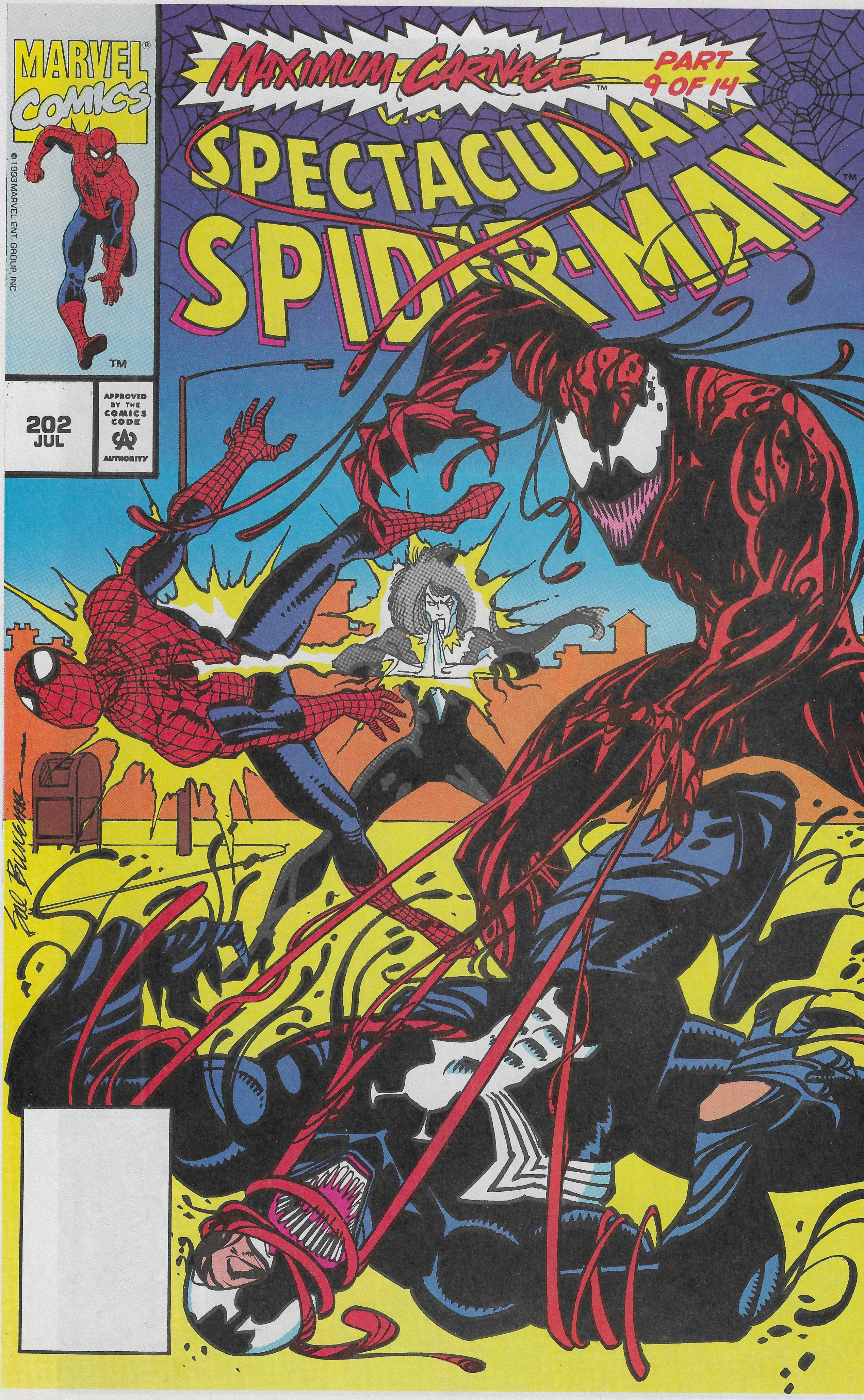

NO...?
YES!


EASY DOES IT, SHRIEK--
LEMME GO! LEMME GO!!
LOVER, LOVER... YOU'RE MISSING THE POINT! WE DON'T WANNA KILL HIM. YET.
WE... WE DON'T...?
Y'KILL HIM... THE GAME'S OVER.
IT'S A LOT MORE FUN T'BLEED THE LIFE OUT OF HIM--
--DROP BY AGONIZING DROP!
YOU JUST KEEP PEPPERING "DADDY" WITH THOSE SOUND WAVES--T'MAKE SURE THE SYMBIOTE STAYS HELPLESS
--AND I PROMISE I'LL SHOW YOU THE TIME OF YOUR LIFE!
TORTURE?
SHRIEK, M'DARLIN--
...TORTURE'S TOO SMALL A WORD!
NOW LET'S GRAB THAT SONIC-GUN VENOM DROPPED BEFORE* AS A LITTLE EXTRA INSURANCE--AND BE ON OUR WAY!
THIS IS GONNA BE A FAMILY REUNION WE'LL NEVER FORGET!
*IN SPIDER-MAN #36.-ROB


THE AURA OF EVIL, OF INSANITY, IN THE AIR IS SO THICK THAT SPIDER-MAN CAN FEEL IT. IT'S SETTLED OVER HIM LIKE A LAYER OF SOOT.
THE MORE HE TRIES TO SWEEP IT AWAY-- THE MORE THE SOOT SWIRLS AROUND HIM...
...SO THICK HE CAN HARDLY SEE. BARELY BREATHE.
HE FEELS POISONED BY IT; CORRUPTED.
YET, DEEP IN HIS HEART IS A BELIEF (ALMOST A PRAYER) THAT THERE HAS TO BE ANOTHER WAY...
...A BETTER WAY THAN THIS!
AND HE FEELS THAT--IF ONLY HE COULD STOP, CATCH HIS BREATH, SEE CLEARLY FOR EVEN A MOMENT...
HOW 'BOUT A HAND, SON?


...THE WAY WOULD MAKE ITSELF KNOWN.
YOU LOOK LIKE YOU COULD USE IT.


NEXT: IN WEB OF SPIDER-MAN #103:
HOPE!
MAXIMUM CARNAGE PART 10


MARVEL®
COMICS
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PART 9 OF 14
SPECTACULAR
SPIDER-MAN™
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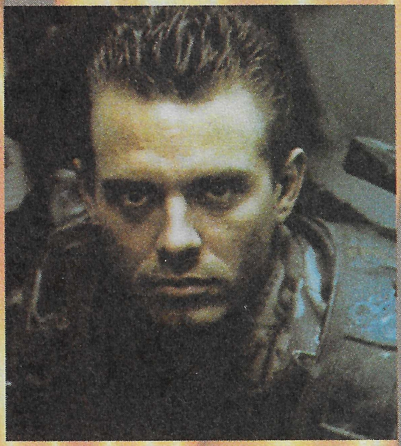
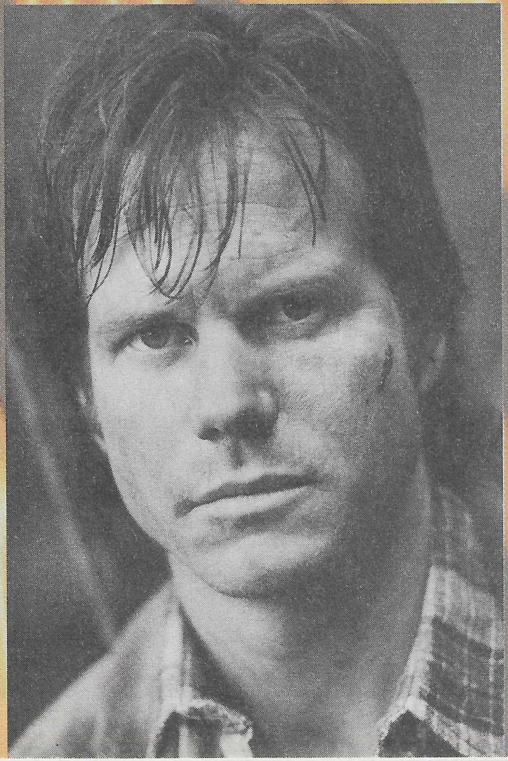
Sal Buscema

# THE TANGLED WEB

**Dave Hughes looks at current state of SPIDER-MAN: THE MOVIE.**

*One of the most common subjects you write about in your letters to Exploits is the Spider-Man Movie. Who you'd like to see playing each role, and also any information we might have regarding it. Well, at long last, your desperate search for knowledge/enlightenment is at an end. Starting this month we bring you a regular progress report on the film as it develops from our man on the inside and in the know, Dave Hughes.*





When, during the 1990 Berlin book fair, Stan Lee announced that ALIENS and TERMINATOR 2 director, James Cameron, had been signed to direct a new film version of SPIDER-MAN, many perceived it as a clever publicity stunt. After all, rival DC Comics had ruled the previous summer with the BATMAN movie, and the controversially-packaged smash hit comic *Spider-Man #1* had just been released. True, Cameron was known to be a lifelong comics fan (he had previously expressed an interest in THE FANTASTIC FOUR movie, which was finally made last year but remains without a British release), and he *hadn't* at that stage committed to another project after T2, the year's biggest hit. Nevertheless, most remained sceptical.

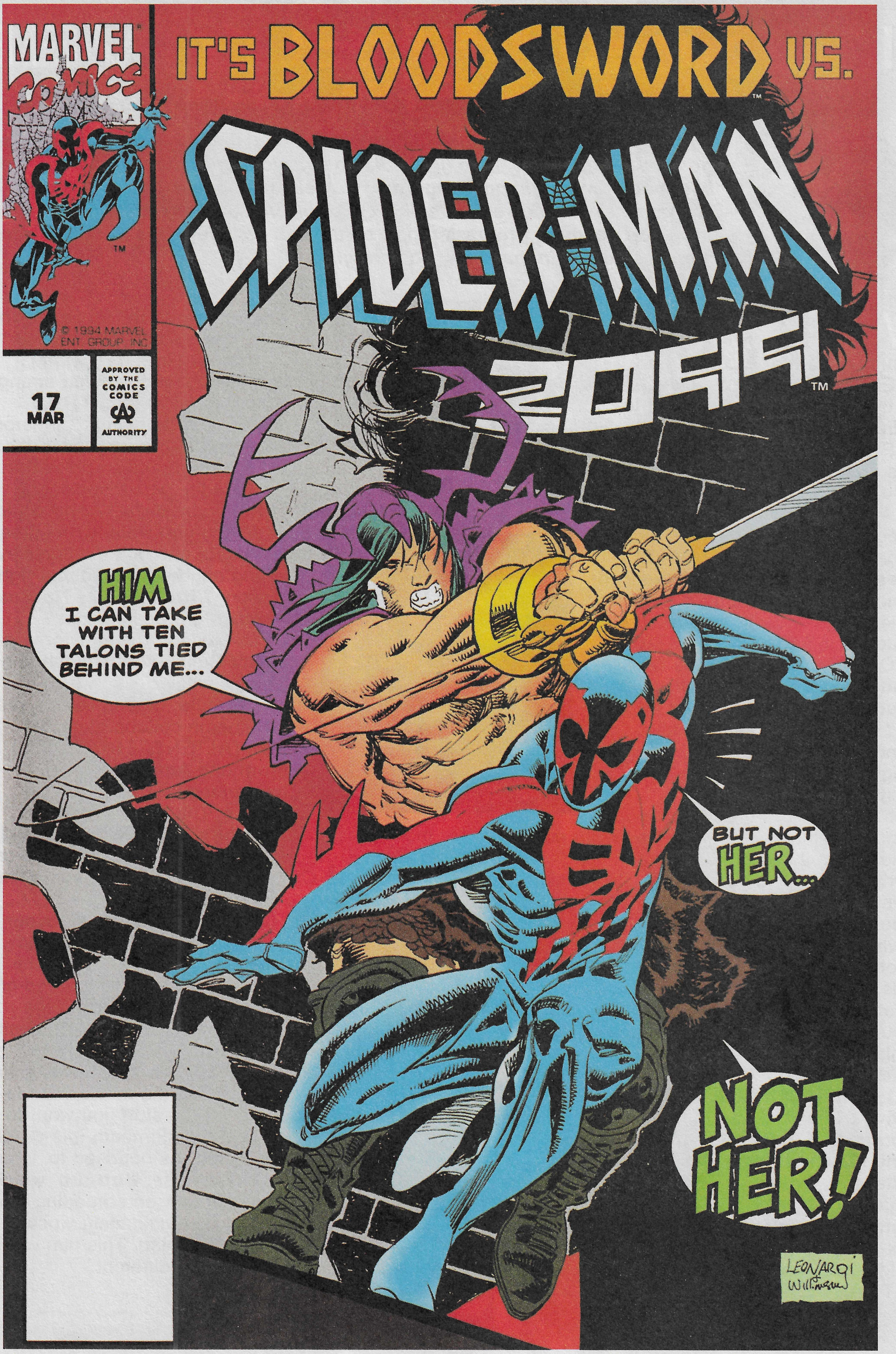
Now, four years after Lee's initial announcement, Cameron has finally put aside the things that have kept him busy, including writing and filming the $120 million movie True Lies and a first child with fourth wife Linda Hamilton (who played Sarah Connor in both Terminators) and finished his Spider-Man script.

Both John 'The Grifters' Cusack and Michael Biehn (his fourth film for Cameron, after THE TERMINATOR, ALIENS and THE ABYSS) have been rumoured to be up for the role of Peter Parker and his amazing arachnid alter-ego, Spider-Man.

But first Cameron must perform producer chores on his ex-wife Kathryn 'Point Break' Bigelow's erotic sf thriller, STRANGE DAYS, before commencing work on Spider-Man. He describes his version of the Peter Parker story as "deeply philosophical. It has a much stronger moral underpinning than TRUE LIES. I wrote it that way." Cameron explains that he has expanded the moral dimension that's always been present in Spider-Man to include the whole subject of teenage angst. "What if you were 17 and could do anything you wanted, anytime you wanted, and you didn't believe anything anybody said about right and wrong? It's basically *The Last Temptation of Peter Parker."*

Sources close to the director suggest that Cameron has hatched a 'league of villains' plot which is said to feature, among others, previous Cameron collaborators Bill Paxton (ALIENS, TRUE LIES) as Venom and Arnold Schwarzenegger as Doctor Octopus. The latter is perhaps more likely as Cameron's own effects company, Digital Domain, are known to have been working on Doc Ock's steel tentacles for some time.

As for the movie's design, Cameron is thought to favour an updated, slightly darker and more futuristic version of the web-slinger's traditional red-and-blue outfit, designed by the Academy Award winning designer of Steven Spielberg's HOOK, John Napier. Cameron insists that the movie will feature "all the stuff you want to see, but underneath it is a darker theme. As opposed to, what is the reverse: Batman, which was all dark and brooding and moody but ultimately wasn't about anything. This film will be completely different."


MARVEL COMICS
IT'S BLOODSWORD VS.
SPIDER-MAN 2099
© 1994 MARVEL ENT GROUP, INC
17 MAR
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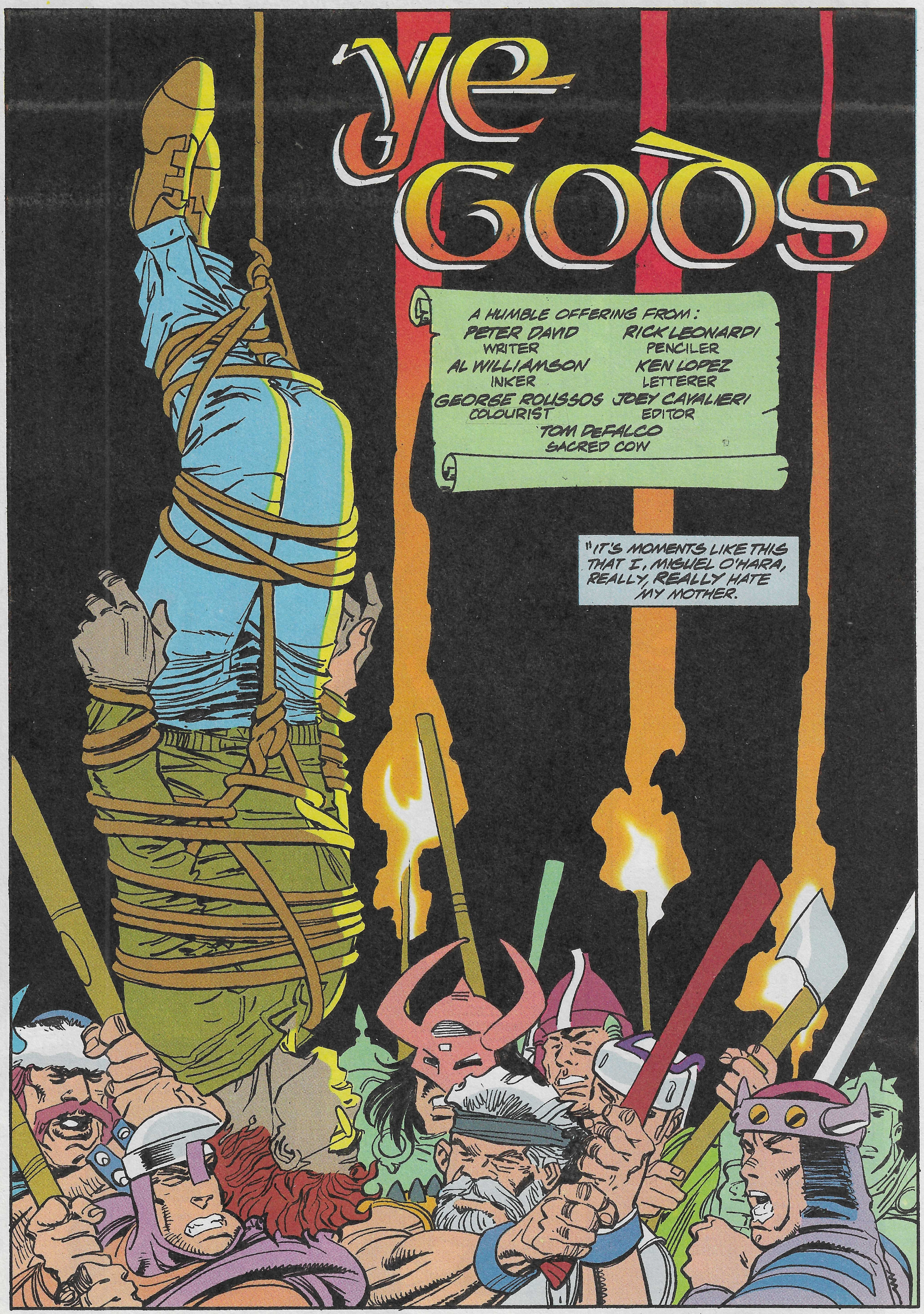
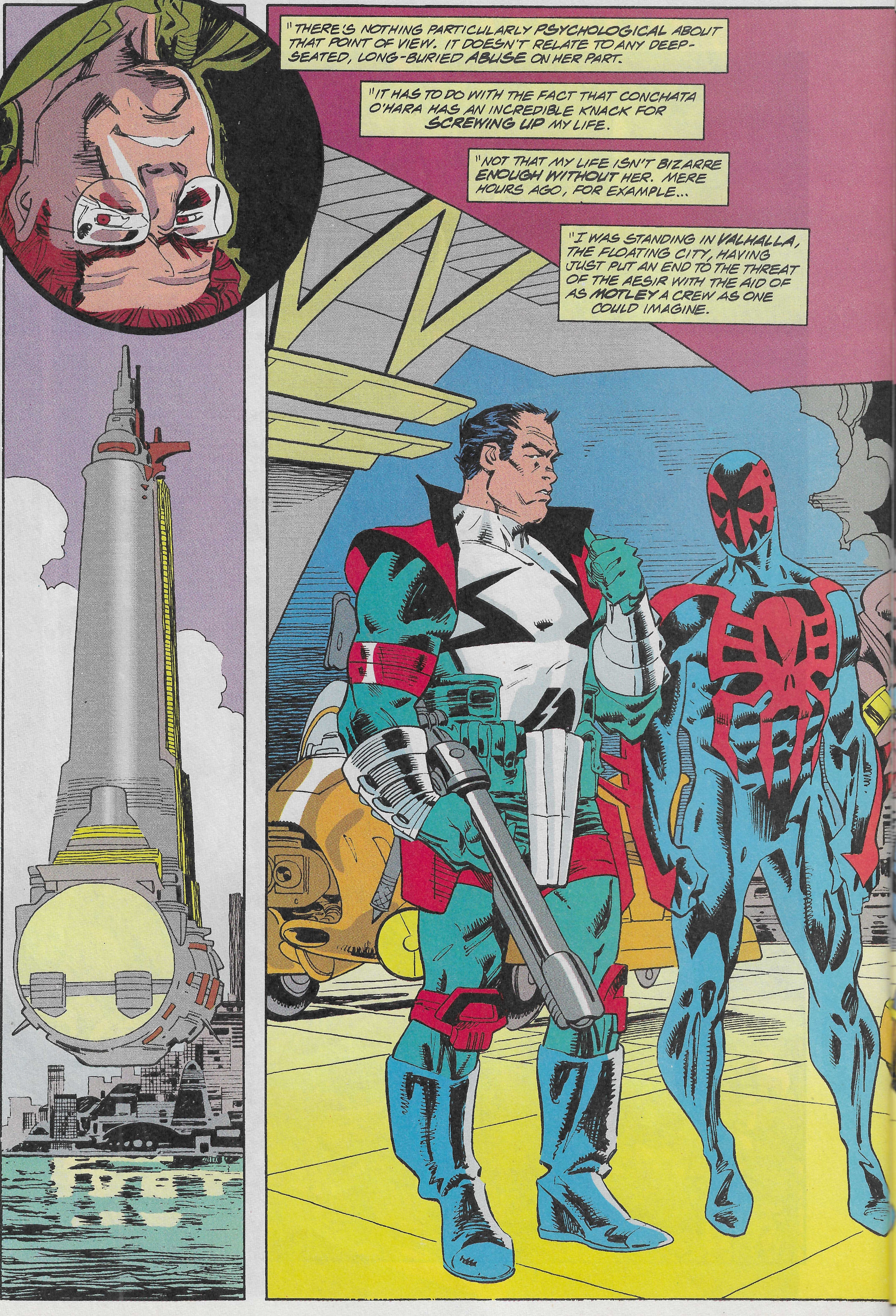
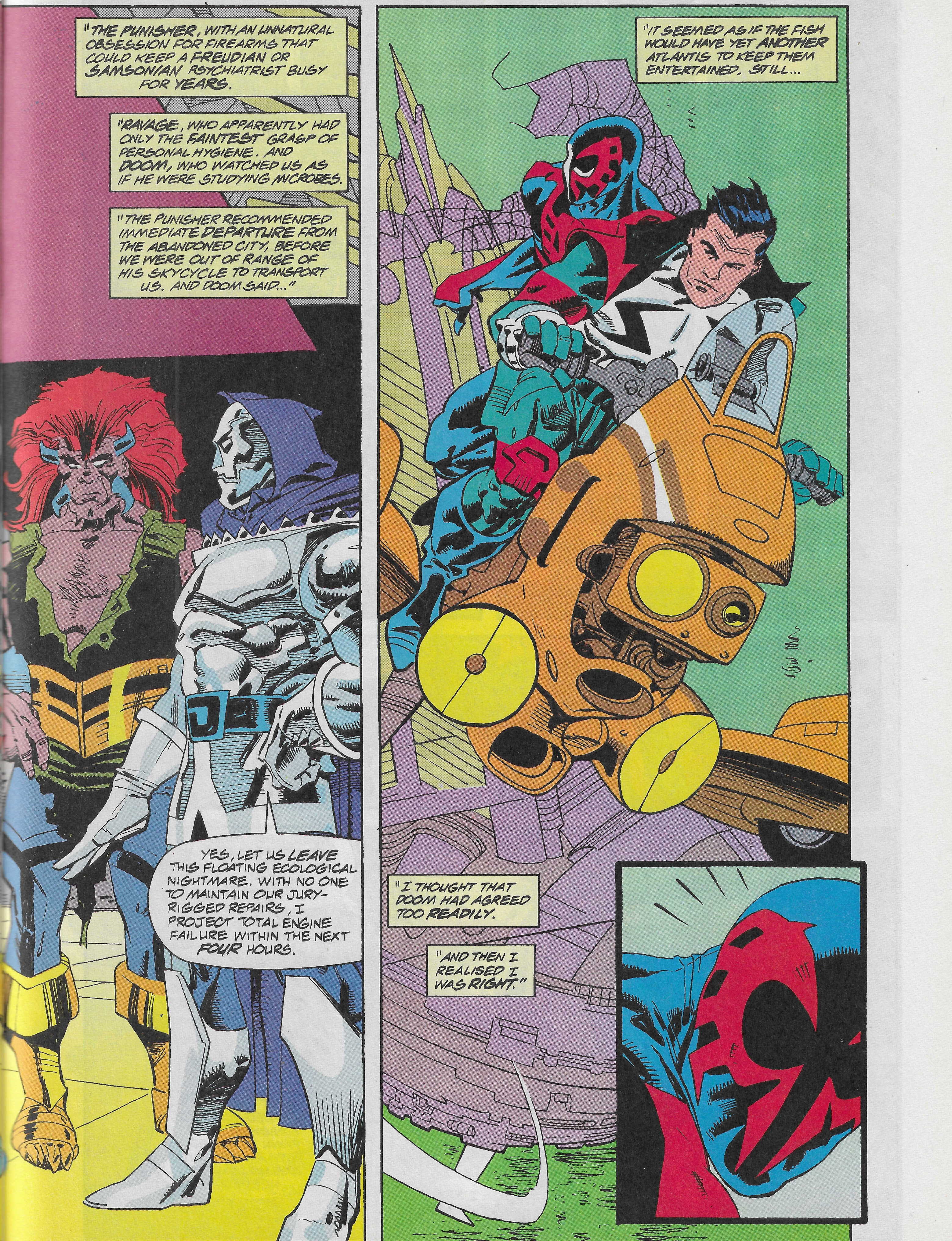
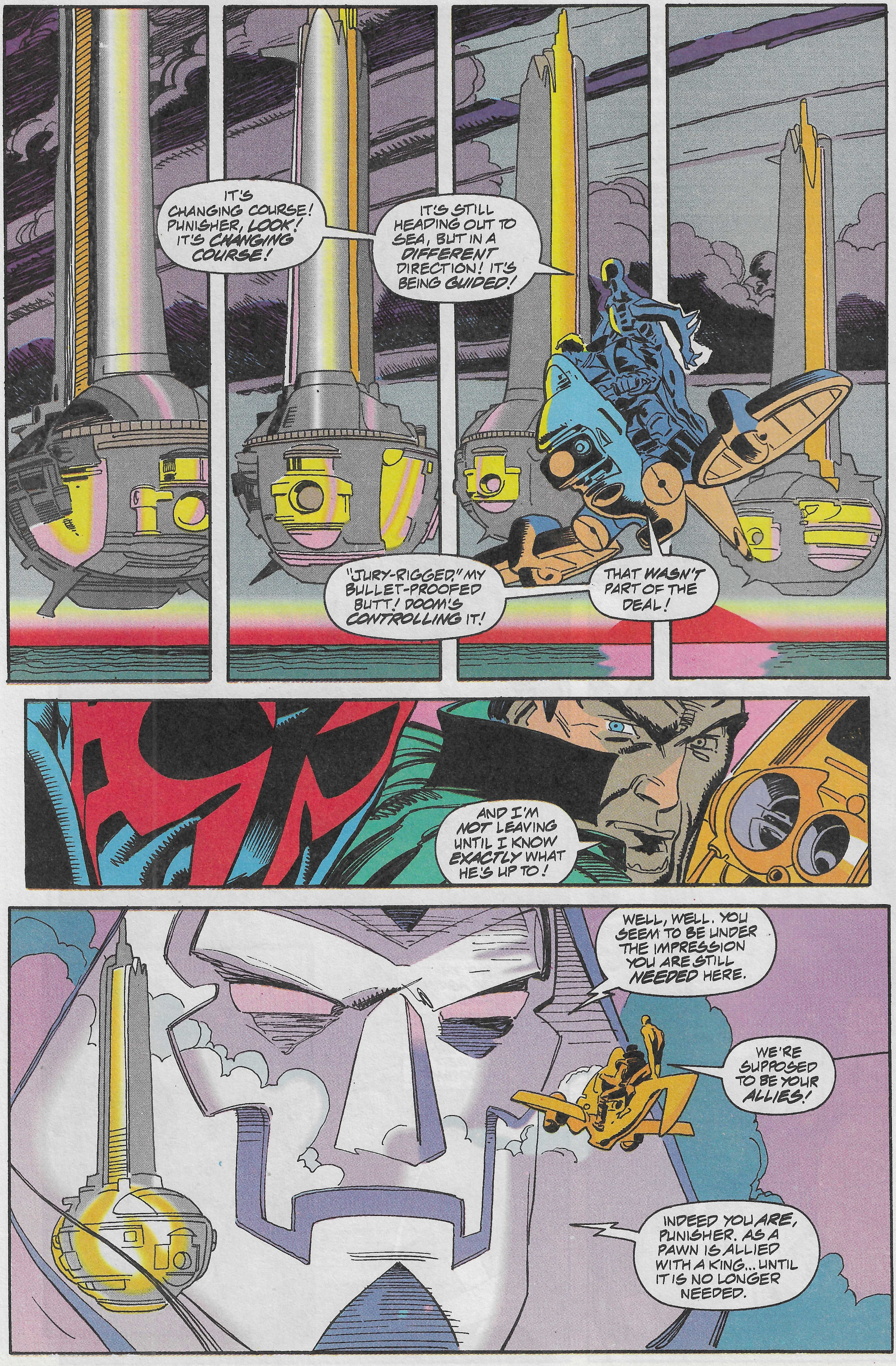
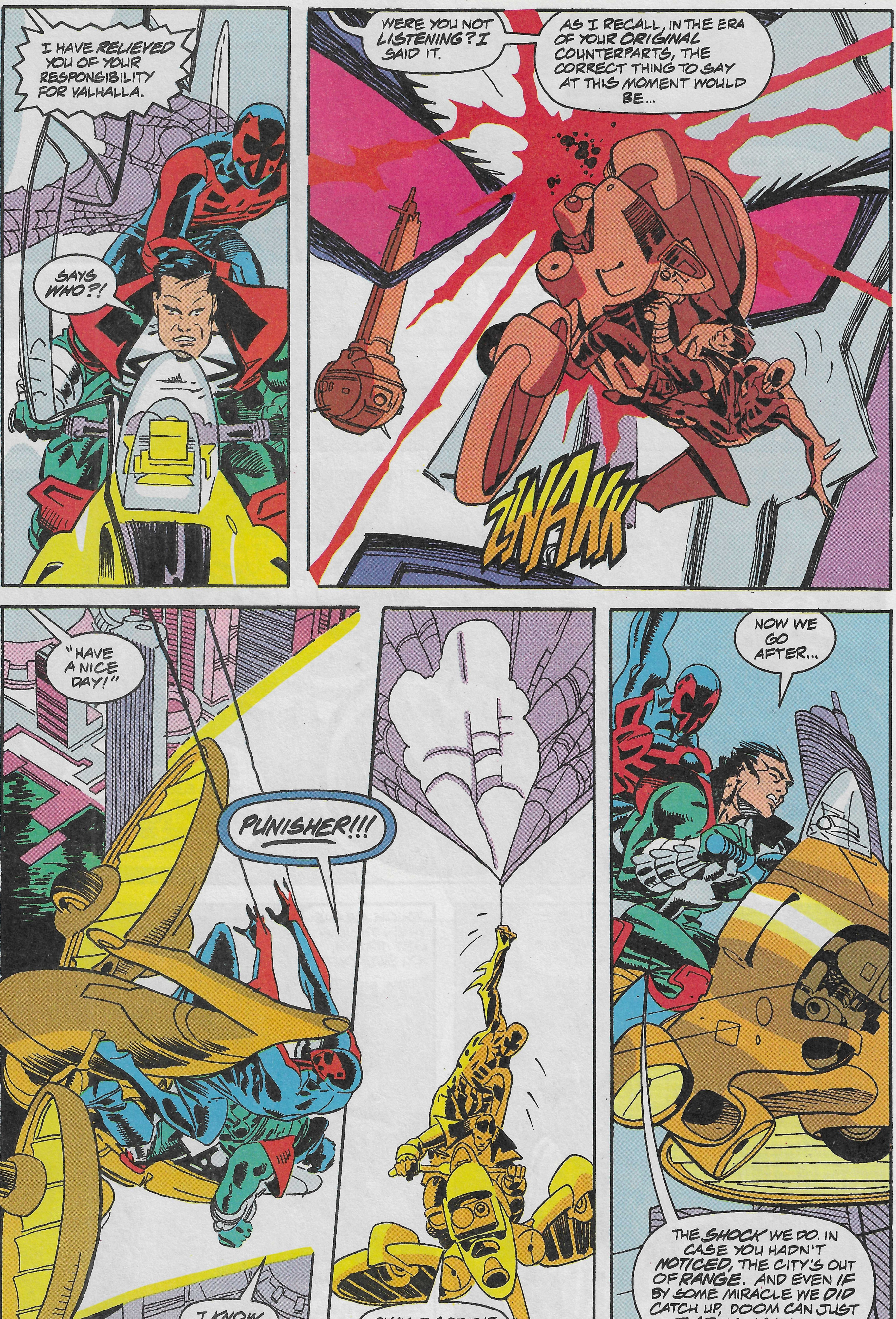
HIM I CAN TAKE WITH TEN TALONS TIED BEHIND ME...
BUT NOT HER...
NOT HER!
LEONARDI WILLIAMSON

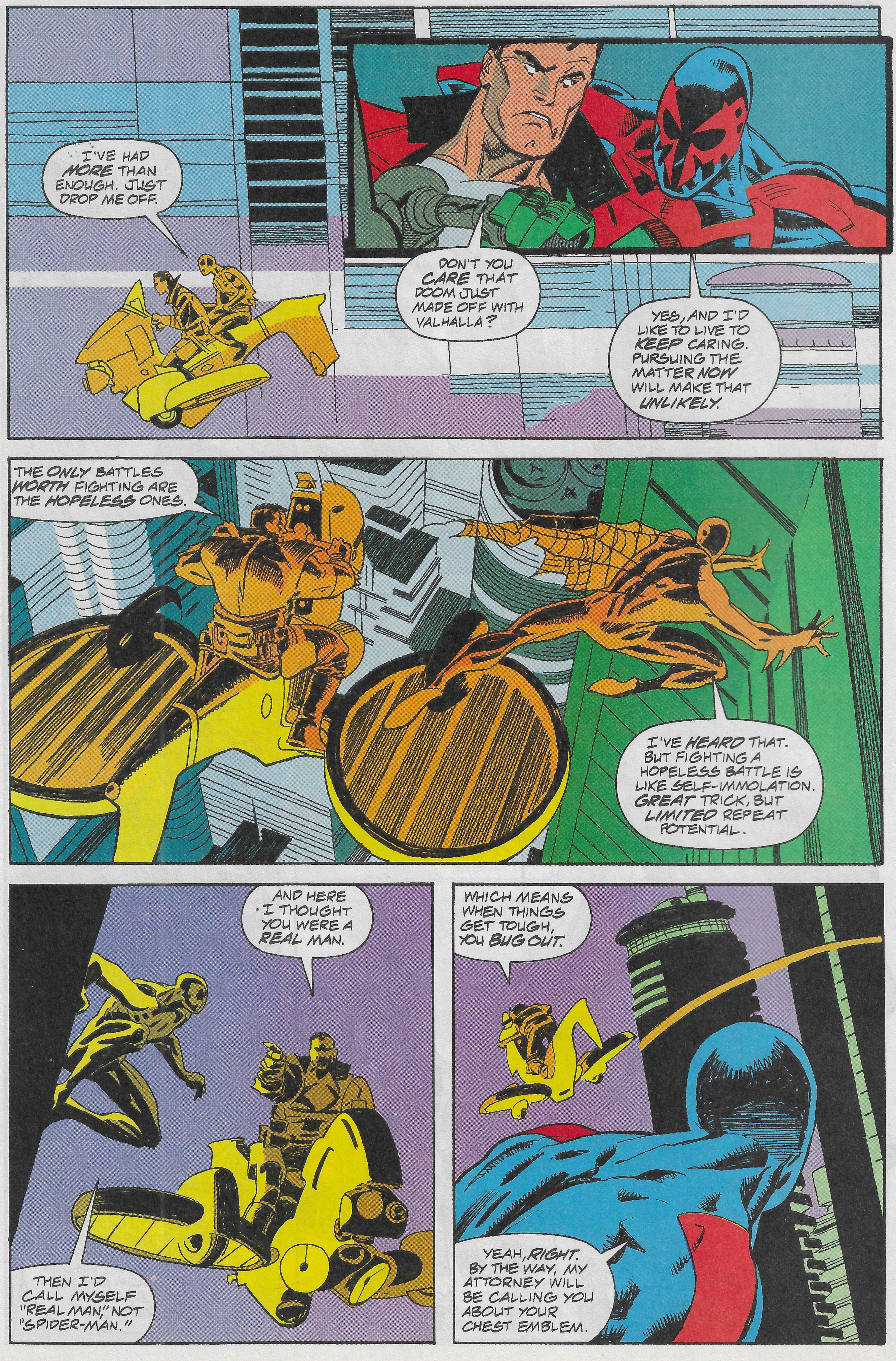

YE GODS
A HUMBLE OFFERING FROM:
PETER DAVID WRITER
RICK LEONARDI PENCILER
AL WILLIAMSON INKER
KEN LOPEZ LETTERER
GEORGE ROUSSOS COLOURIST
JOEY CAVALIERI EDITOR
TOM DEFALCO SACRED COW
"IT'S MOMENTS LIKE THIS THAT I, MIGUEL O'HARA, REALLY, REALLY HATE MY MOTHER.

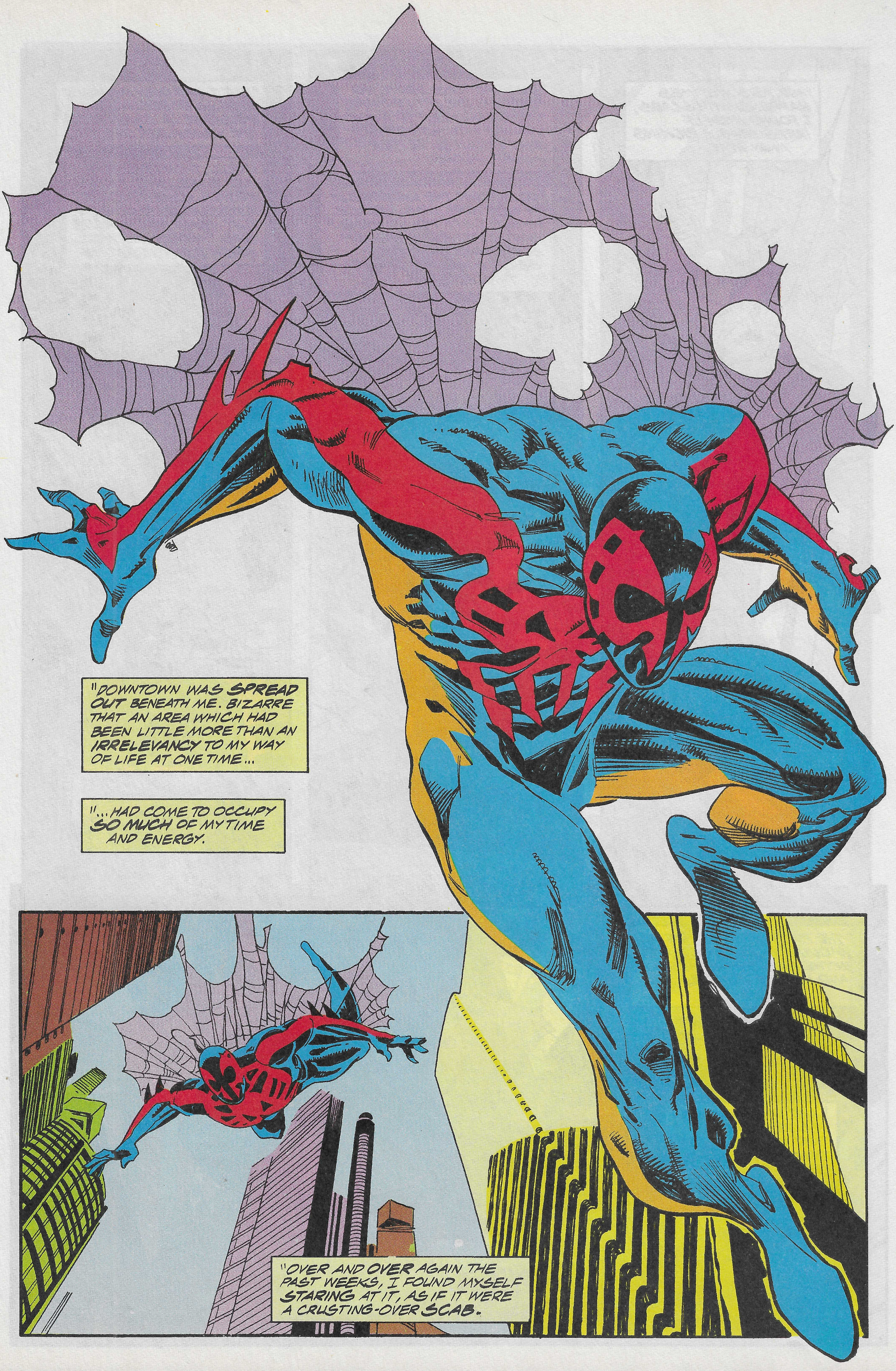

"THERE'S NOTHING PARTICULARLY PSYCHOLOGICAL ABOUT THAT POINT OF VIEW. IT DOESN'T RELATE TO ANY DEEP-SEATED, LONG-BURIED ABUSE ON HER PART.
"IT HAS TO DO WITH THE FACT THAT CONCHATA O'HARA HAS AN INCREDIBLE KNACK FOR SCREWING UP MY LIFE.
"NOT THAT MY LIFE ISN'T BIZARRE ENOUGH WITHOUT HER. MERE HOURS AGO, FOR EXAMPLE...
"I WAS STANDING IN VALHALLA, THE FLOATING CITY, HAVING JUST PUT AN END TO THE THREAT OF THE AESIR WITH THE AID OF AS MOTLEY A CREW AS ONE COULD IMAGINE.

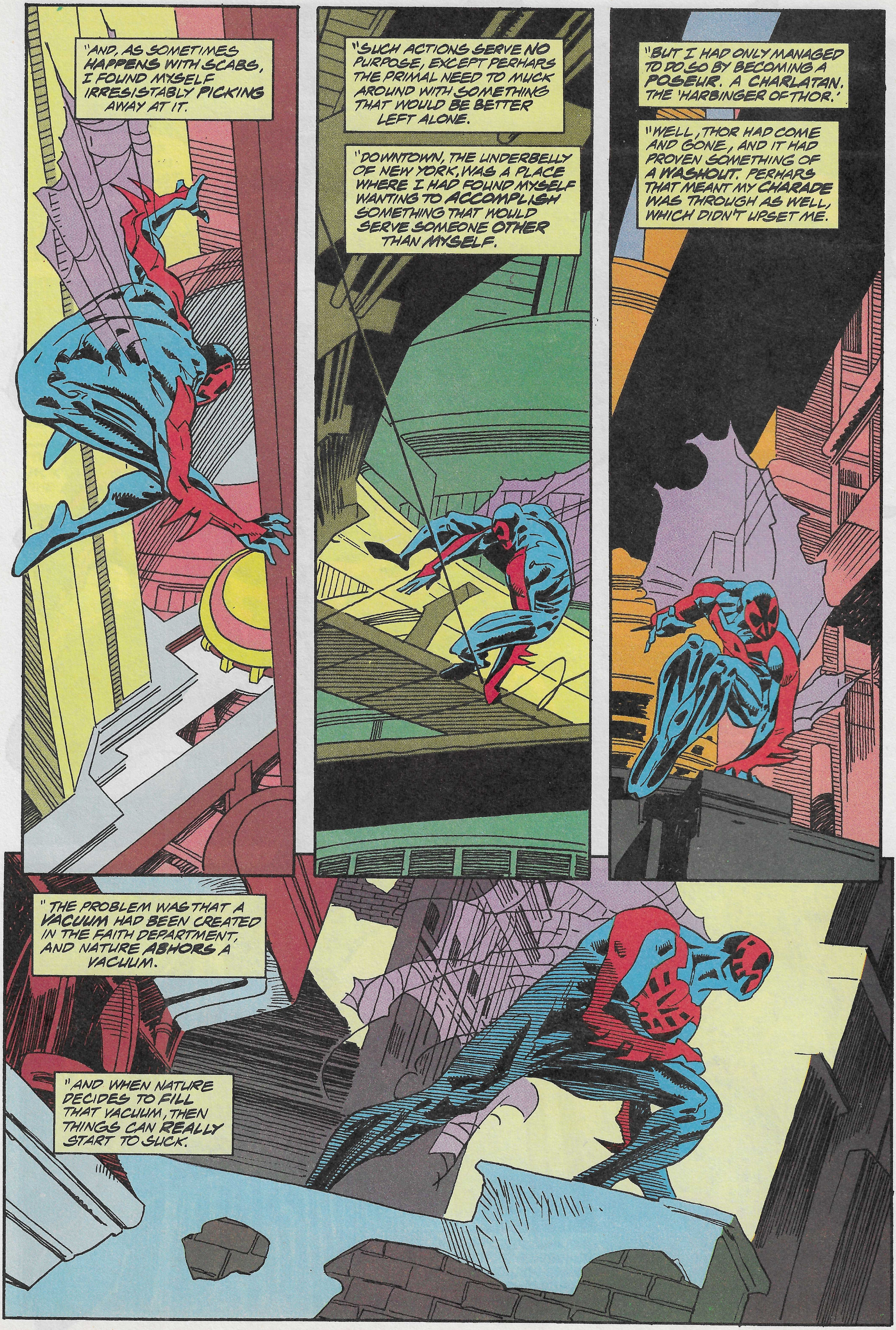

"THE PUNISHER, WITH AN UNNATURAL OBSESSION FOR FIREARMS THAT COULD KEEP A FREUDIAN OR SAMSONIAN PSYCHIATRIST BUSY FOR YEARS.
"RAVAGE, WHO APPARENTLY HAD ONLY THE FAINTEST GRASP OF PERSONAL HYGIENE. AND DOOM, WHO WATCHED US AS IF HE WERE STUDYING MICROBES.
"THE PUNISHER RECOMMENDED IMMEDIATE DEPARTURE FROM THE ABANDONED CITY, BEFORE WE WERE OUT OF RANGE OF HIS SKYCYCLE TO TRANSPORT US. AND DOOM SAID..."
YES, LET US LEAVE THIS FLOATING ECOLOGICAL NIGHTMARE. WITH NO ONE TO MAINTAIN OUR JURY-RIGGED REPAIRS, I PROJECT TOTAL ENGINE FAILURE WITHIN THE NEXT FOUR HOURS.
"IT SEEMED AS IF THE FISH WOULD HAVE YET ANOTHER ATLANTIS TO KEEP THEM ENTERTAINED. STILL...
"I THOUGHT THAT DOOM HAD AGREED TOO READILY.
"AND THEN I REALISED I WAS RIGHT."

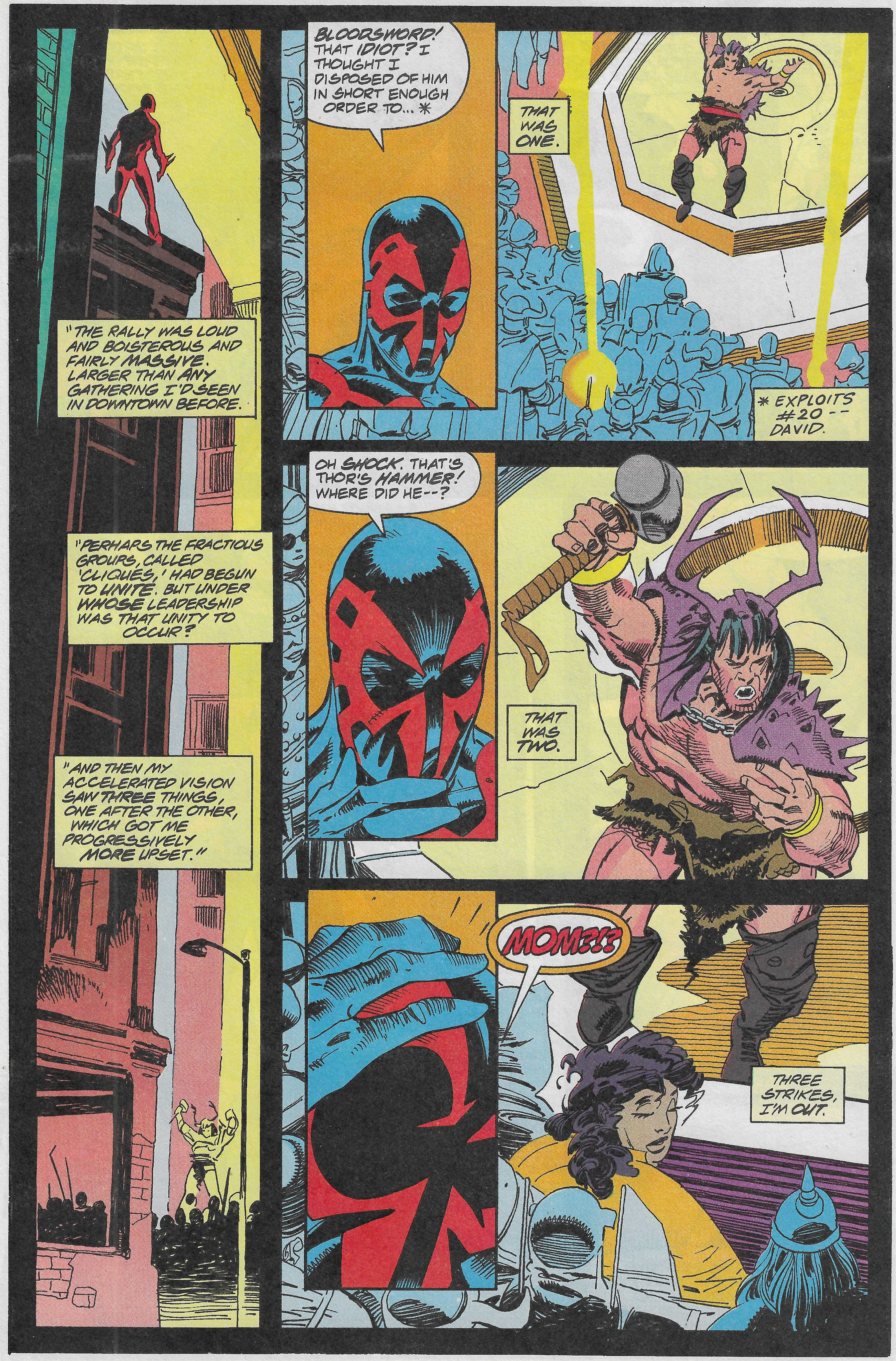

IT'S CHANGING COURSE! PUNISHER, *LOOK!* IT'S *CHANGING COURSE!*
IT'S STILL HEADING OUT TO SEA, BUT IN A *DIFFERENT* DIRECTION! IT'S BEING *GUIDED!*
"JURY-RIGGED," MY BULLET-PROOFED BUTT! DOOM'S *CONTROLLING* IT!
THAT *WASN'T* PART OF THE DEAL!
AND I'M *NOT* LEAVING UNTIL I KNOW *EXACTLY* WHAT HE'S UP TO!
WELL, WELL. YOU SEEM TO BE UNDER THE IMPRESSION YOU ARE STILL *NEEDED* HERE.
WE'RE SUPPOSED TO BE YOUR *ALLIES!*
INDEED YOU *ARE,* PUNISHER. AS A PAWN IS ALLIED WITH A KING... UNTIL IT IS NO LONGER NEEDED.

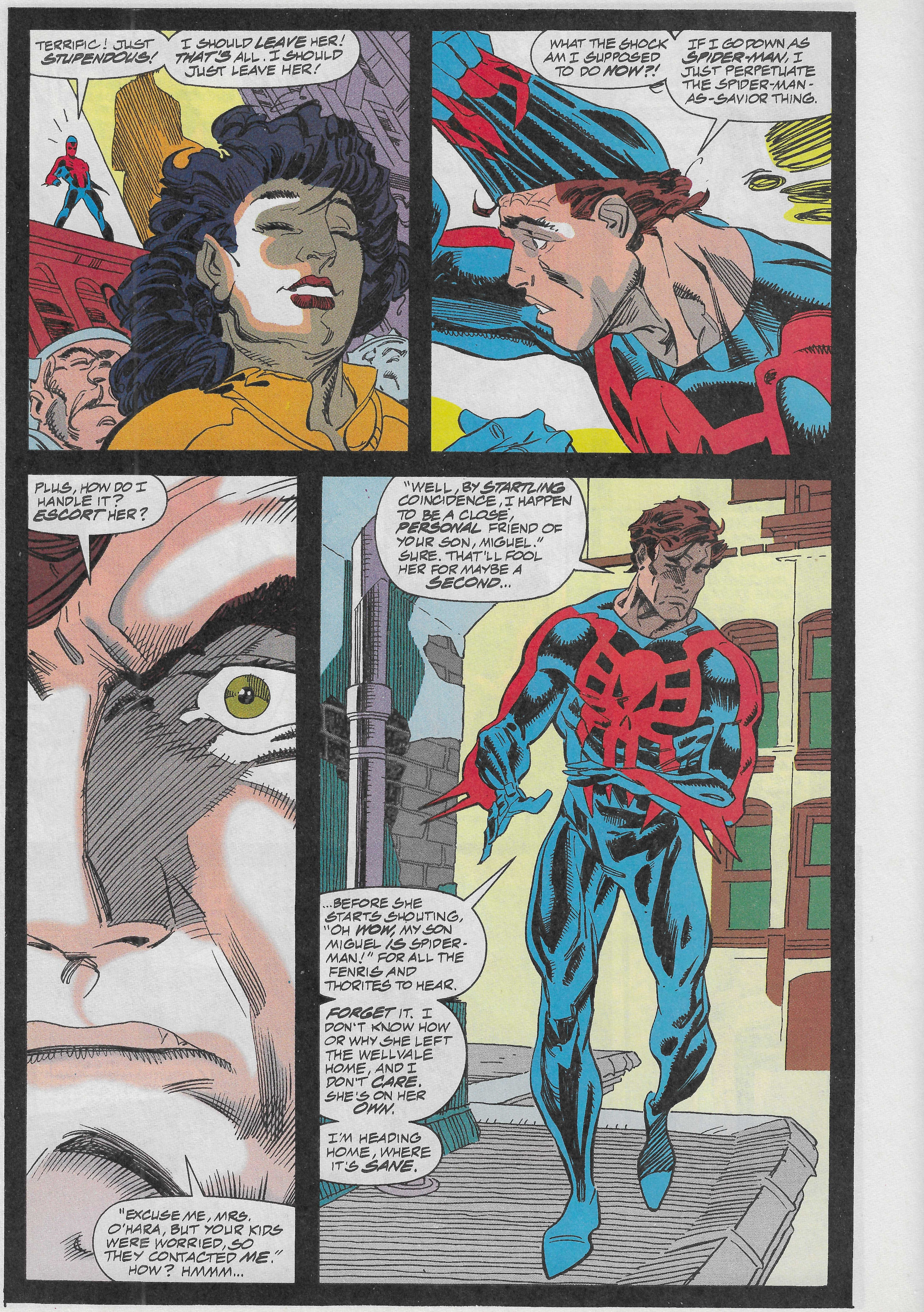

I HAVE RELIEVED YOU OF YOUR RESPONSIBILITY FOR VALHALLA.
SAYS WHO?!
WERE YOU NOT LISTENING? I SAID IT.
AS I RECALL, IN THE ERA OF YOUR ORIGINAL COUNTERPARTS, THE CORRECT THING TO SAY AT THIS MOMENT WOULD BE...
ZWAKK
"HAVE A NICE DAY!"
PUNISHER!!!
I KNOW, I KNOW!
OKAY. I GOT THE STABILISERS BACK ON LINE.
NOW WE GO AFTER...
THE SHOCK WE DO. IN CASE YOU HADN'T NOTICED, THE CITY'S OUT OF RANGE. AND EVEN IF BY SOME MIRACLE WE DID CATCH UP, DOOM CAN JUST ZAP US AGAIN... PERMANENTLY.

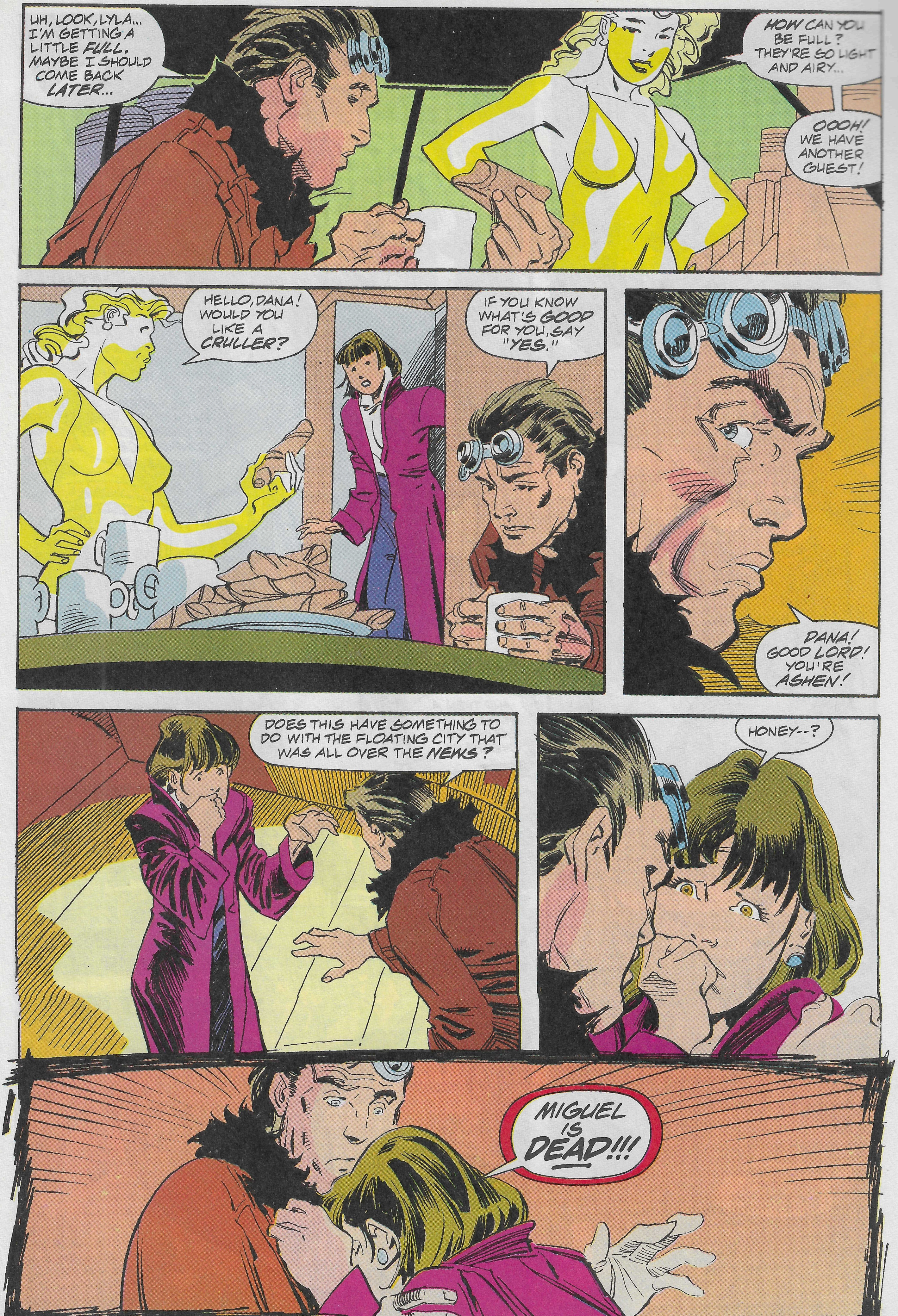

I'VE HAD *MORE* THAN ENOUGH. JUST DROP ME OFF.
DON'T YOU *CARE* THAT DOOM JUST MADE OFF WITH VALHALLA?
YES, AND I'D LIKE TO LIVE TO *KEEP* CARING. PURSUING THE MATTER *NOW* WILL MAKE THAT *UNLIKELY*.
THE *ONLY* BATTLES *WORTH* FIGHTING ARE THE *HOPELESS* ONES.
I'VE *HEARD* THAT. BUT FIGHTING A HOPELESS BATTLE IS LIKE SELF-IMMOLATION. *GREAT* TRICK, BUT *LIMITED* REPEAT POTENTIAL.
AND HERE I THOUGHT YOU WERE A *REAL* MAN.
THEN I'D CALL MYSELF "REAL MAN," NOT "SPIDER-MAN."
WHICH MEANS WHEN THINGS GET TOUGH, YOU *BUG OUT*.
YEAH, *RIGHT*. BY THE WAY, MY ATTORNEY WILL BE CALLING YOU ABOUT YOUR CHEST EMBLEM.

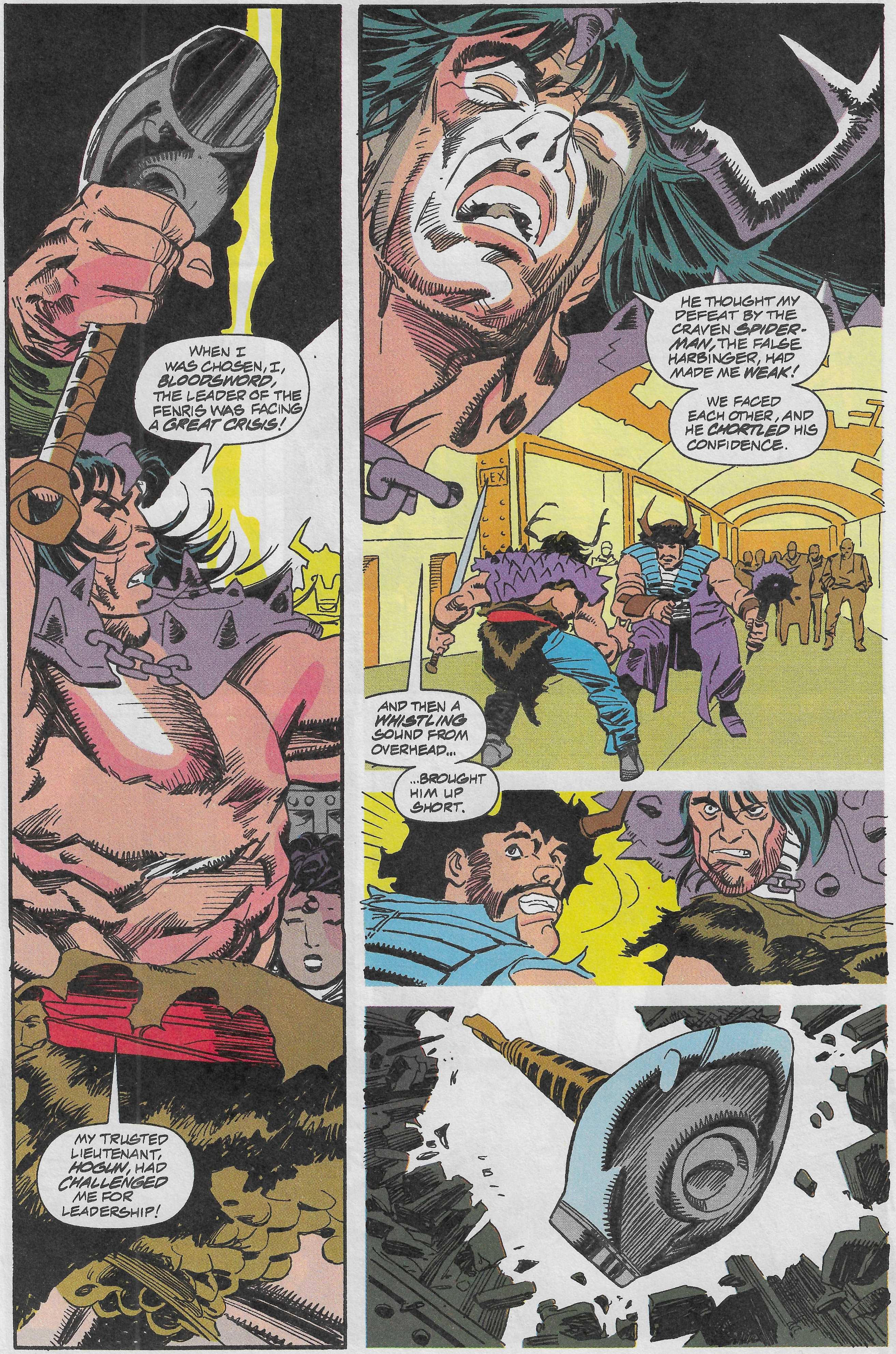

"DOWNTOWN WAS SPREAD OUT BENEATH ME. BIZARRE THAT AN AREA WHICH HAD BEEN LITTLE MORE THAN AN IRRELEVANCY TO MY WAY OF LIFE AT ONE TIME...
"...HAD COME TO OCCUPY SO MUCH OF MY TIME AND ENERGY.
"OVER AND OVER AGAIN THE PAST WEEKS, I FOUND MYSELF STARING AT IT, AS IF IT WERE A CRUSTING-OVER SCAB.

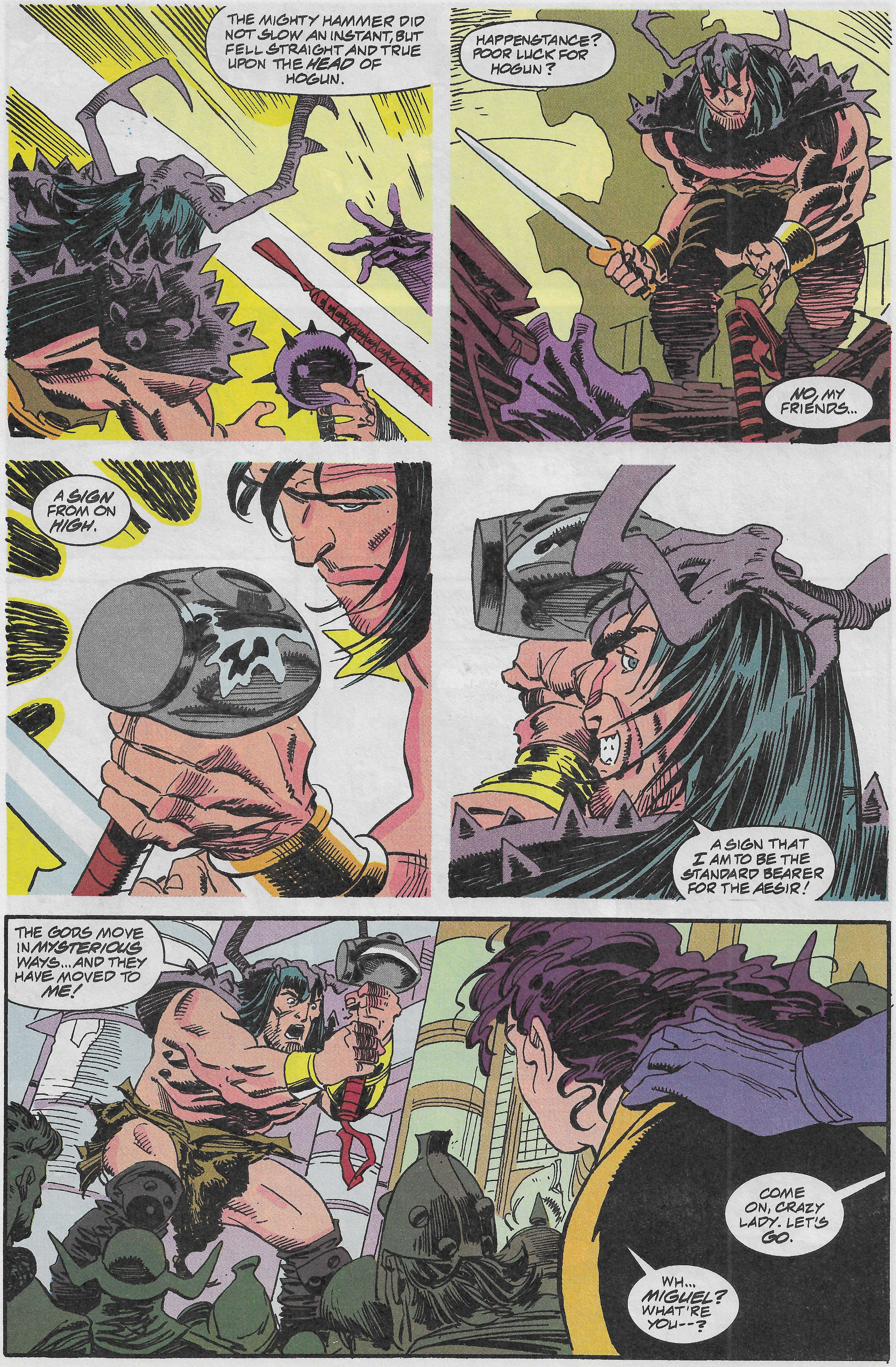

"AND, AS SOMETIMES HAPPENS WITH SCABS, I FOUND MYSELF IRRESISTABLY PICKING AWAY AT IT.
"SUCH ACTIONS SERVE NO PURPOSE, EXCEPT PERHAPS THE PRIMAL NEED TO MUCK AROUND WITH SOMETHING THAT WOULD BE BETTER LEFT ALONE.
"DOWNTOWN, THE UNDERBELLY OF NEW YORK, WAS A PLACE WHERE I HAD FOUND MYSELF WANTING TO ACCOMPLISH SOMETHING THAT WOULD SERVE SOMEONE OTHER THAN MYSELF.
"BUT I HAD ONLY MANAGED TO DO SO BY BECOMING A POSEUR. A CHARLATAN. THE 'HARBINGER OF THOR.'
"WELL, THOR HAD COME AND GONE, AND IT HAD PROVEN SOMETHING OF A WASHOUT. PERHAPS THAT MEANT MY CHARADE WAS THROUGH AS WELL, WHICH DIDN'T UPSET ME.
"THE PROBLEM WAS THAT A VACUUM HAD BEEN CREATED IN THE FAITH DEPARTMENT, AND NATURE ABHORS A VACUUM.
"AND WHEN NATURE DECIDES TO FILL THAT VACUUM, THEN THINGS CAN REALLY START TO SUCK.

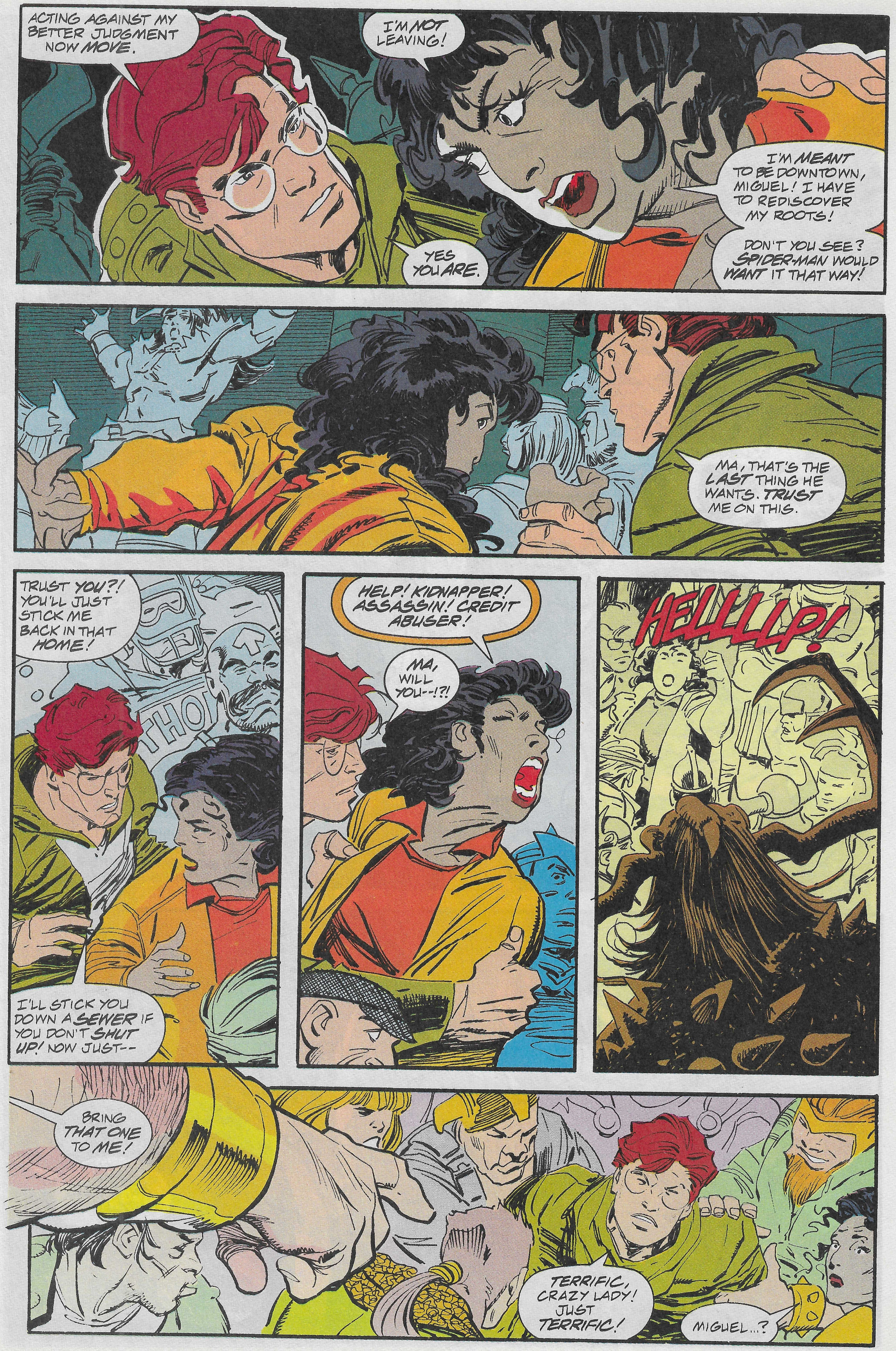

"THE RALLY WAS LOUD AND BOISTEROUS AND FAIRLY *MASSIVE*. LARGER THAN *ANY* GATHERING I'D SEEN IN DOWNTOWN BEFORE.
"PERHAPS THE FRACTIOUS GROUPS, CALLED 'CLIQUES,' HAD BEGUN TO *UNITE*. BUT UNDER *WHOSE* LEADERSHIP WAS THAT UNITY TO OCCUR?
"AND THEN MY ACCELERATED VISION SAW THREE THINGS, ONE AFTER THE OTHER, WHICH GOT ME PROGRESSIVELY MORE UPSET."
*BLOODSWORD!* THAT *IDIOT?* I THOUGHT I DISPOSED OF HIM IN SHORT ENOUGH ORDER TO... *
THAT WAS ONE.
* EXPLOITS #20 -- DAVID.
OH *SHOCK*. THAT'S THOR'S *HAMMER!* WHERE DID HE--?
THAT WAS TWO.
MOM?!?
THREE STRIKES, I'M *OUT*.

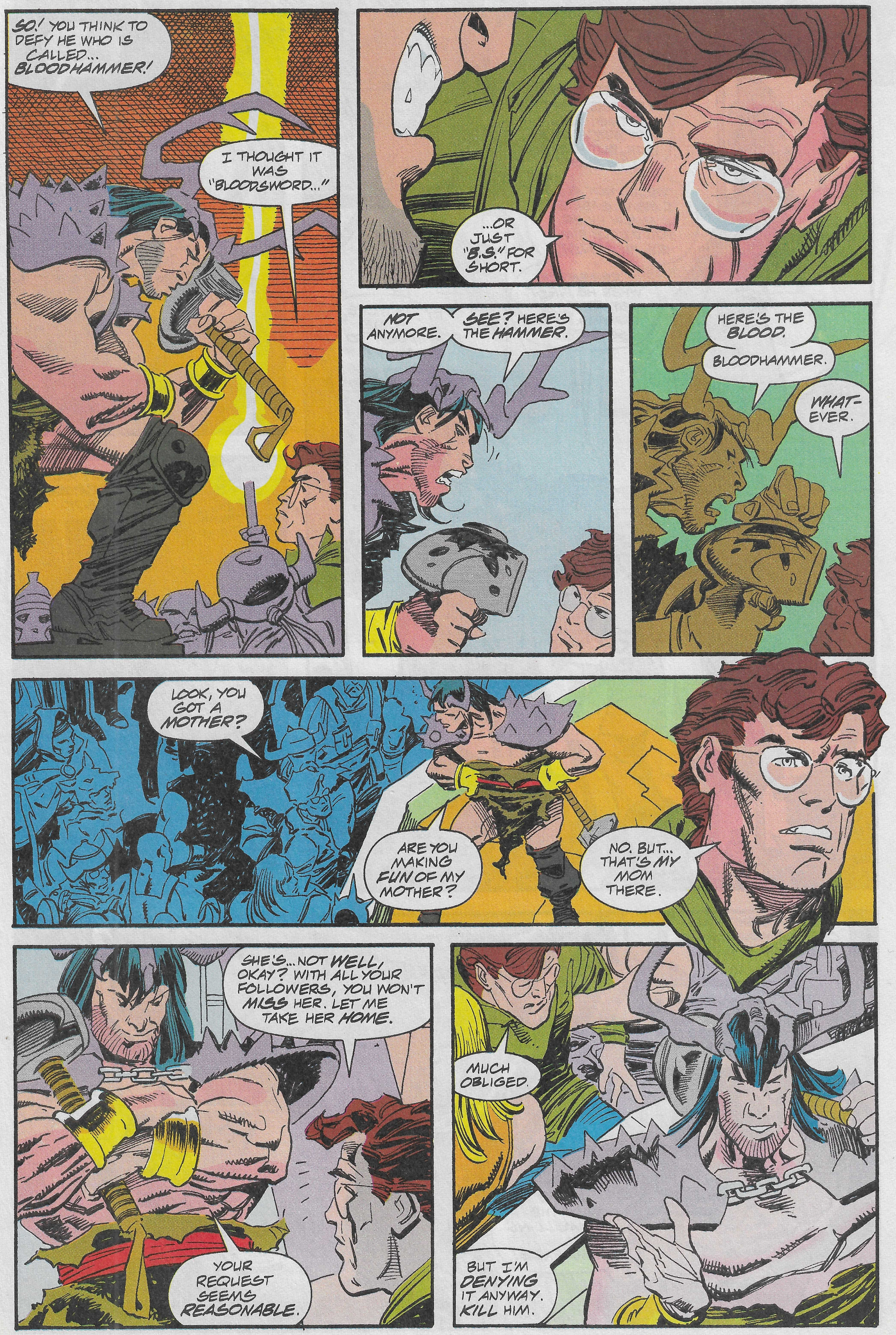

TERRIFIC! JUST STUPENDOUS!
I SHOULD LEAVE HER! THAT'S ALL. I SHOULD JUST LEAVE HER!
WHAT THE SHOCK AM I SUPPOSED TO DO NOW?!
IF I GO DOWN AS SPIDER-MAN, I JUST PERPETUATE THE SPIDER-MAN-AS-SAVIOR THING.
PLUS, HOW DO I HANDLE IT? ESCORT HER?
"EXCUSE ME, MRS. O'HARA, BUT YOUR KIDS WERE WORRIED, SO THEY CONTACTED ME." HOW? HMMM...
"WELL, BY STARTLING COINCIDENCE, I HAPPEN TO BE A CLOSE, PERSONAL FRIEND OF YOUR SON, MIGUEL." SURE. THAT'LL FOOL HER FOR MAYBE A SECOND...
...BEFORE SHE STARTS SHOUTING, "OH WOW, MY SON MIGUEL IS SPIDER-MAN!" FOR ALL THE FENRIS AND THORITES TO HEAR.
FORGET IT. I DON'T KNOW HOW OR WHY SHE LEFT THE WELLVALE HOME, AND I DON'T CARE. SHE'S ON HER OWN.
I'M HEADING HOME, WHERE IT'S SANE.

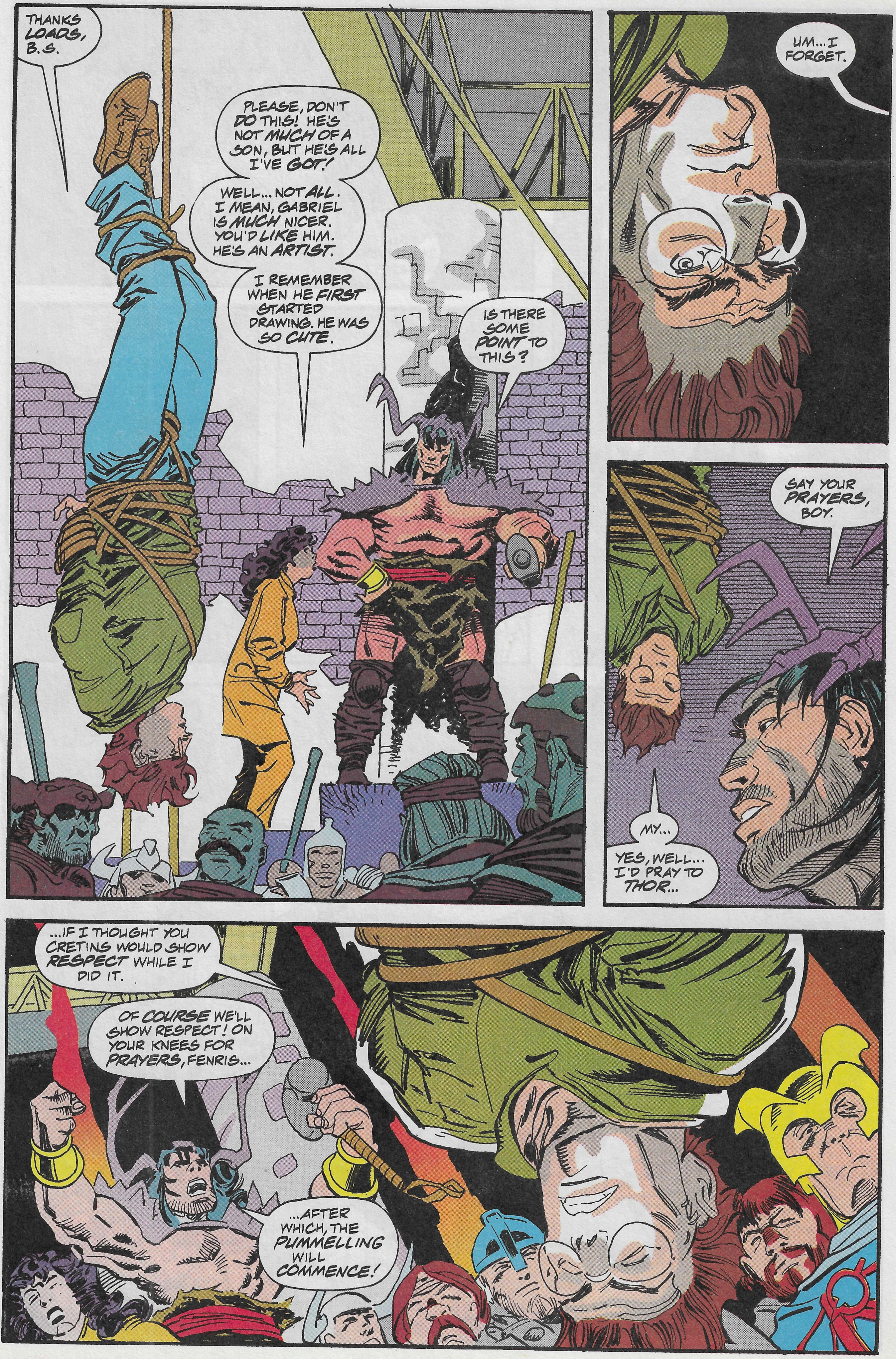

UH, LOOK, LYLA... I'M GETTING A LITTLE FULL. MAYBE I SHOULD COME BACK LATER...
HOW CAN YOU BE FULL? THEY'RE SO LIGHT AND AIRY...
OOOH! WE HAVE ANOTHER GUEST!
HELLO, DANA! WOULD YOU LIKE A CRULLER?
IF YOU KNOW WHAT'S GOOD FOR YOU, SAY "YES."
DANA! GOOD LORD! YOU'RE ASHEN!
DOES THIS HAVE SOMETHING TO DO WITH THE FLOATING CITY THAT WAS ALL OVER THE NEWS?
HONEY--?
MIGUEL IS DEAD!!!


WHEN I WAS CHOSEN, I, *BLOODSWORD*, THE LEADER OF THE FENRIS WAS FACING A *GREAT CRISIS*!
MY TRUSTED LIEUTENANT, *HOGUN*, HAD *CHALLENGED* ME FOR LEADERSHIP!
HE THOUGHT MY DEFEAT BY THE CRAVEN *SPIDER-MAN*, THE FALSE HARBINGER, HAD MADE ME *WEAK*!
WE FACED EACH OTHER, AND HE *CHORTLED* HIS CONFIDENCE.
LEX
AND THEN A *WHISTLING* SOUND FROM OVERHEAD...
...BROUGHT HIM UP SHORT.


THE MIGHTY HAMMER DID NOT SLOW AN INSTANT, BUT FELL STRAIGHT AND TRUE UPON THE *HEAD* OF HOGUN.
HAPPENSTANCE? POOR LUCK FOR HOGUN?
NO, MY FRIENDS...
A *SIGN* FROM ON *HIGH*.
A SIGN THAT I AM TO BE THE STANDARD BEARER FOR THE AESIR!
THE GODS MOVE IN *MYSTERIOUS* WAYS... AND THEY HAVE MOVED TO *ME*!
COME ON, CRAZY LADY. LET'S *GO*.
WH... *MIGUEL*? WHAT'RE YOU--?


ACTING AGAINST MY BETTER JUDGMENT NOW MOVE.
I'M NOT LEAVING!
YES YOU ARE.
I'M MEANT TO BE DOWNTOWN, MIGUEL! I HAVE TO REDISCOVER MY ROOTS!
DON'T YOU SEE? SPIDER-MAN WOULD WANT IT THAT WAY!
MA, THAT'S THE LAST THING HE WANTS. TRUST ME ON THIS.
TRUST YOU?! YOU'LL JUST STICK ME BACK IN THAT HOME!
THO
I'LL STICK YOU DOWN A SEWER IF YOU DON'T SHUT UP! NOW JUST--
HELP! KIDNAPPER! ASSASSIN! CREDIT ABUSER!
MA, WILL YOU--!?!
HELLLLP!
BRING THAT ONE TO ME!
TERRIFIC, CRAZY LADY! JUST TERRIFIC!
MIGUEL...?

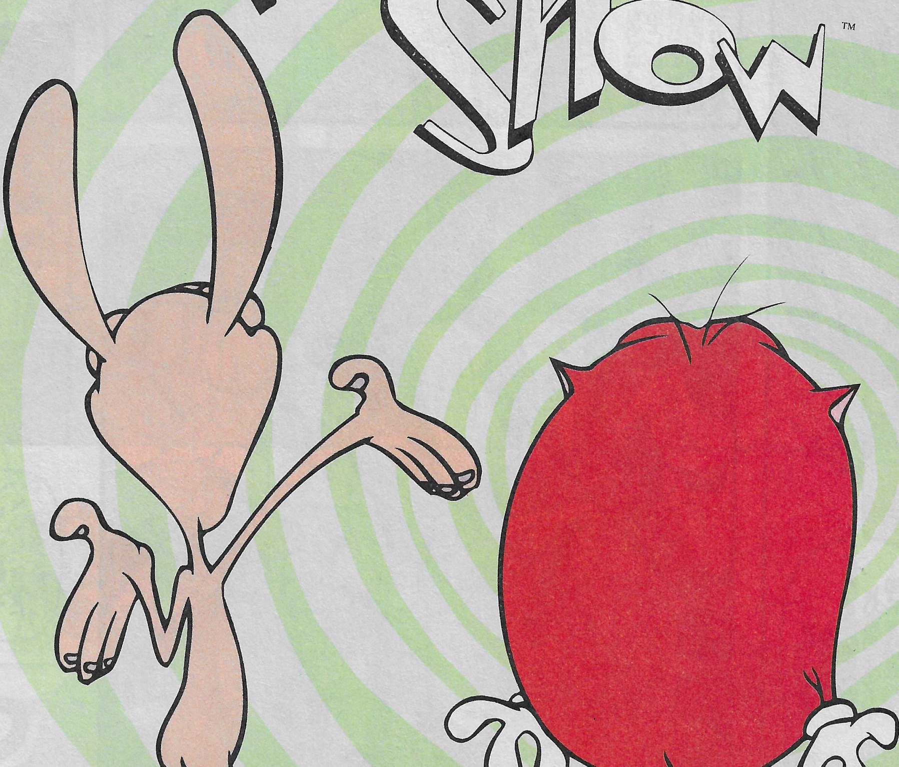

SO! YOU THINK TO DEFY HE WHO IS CALLED... BLOODHAMMER!
I THOUGHT IT WAS "BLOODSWORD..."
...OR JUST "B.S." FOR SHORT.
NOT ANYMORE.
SEE? HERE'S THE HAMMER.
HERE'S THE BLOOD.
BLOODHAMMER.
WHAT-EVER.
LOOK, YOU GOT A MOTHER?
ARE YOU MAKING FUN OF MY MOTHER?
NO. BUT... THAT'S MY MOM THERE.
SHE'S... NOT WELL, OKAY? WITH ALL YOUR FOLLOWERS, YOU WON'T MISS HER. LET ME TAKE HER HOME.
YOUR REQUEST SEEMS REASONABLE.
MUCH OBLIGED.
BUT I'M DENYING IT ANYWAY. KILL HIM.


THANKS *LOADS*, B.S.
PLEASE, DON'T *DO* THIS! HE'S NOT *MUCH* OF A SON, BUT HE'S ALL I'VE *GOT*!
WELL... NOT *ALL*. I MEAN, GABRIEL IS *MUCH* NICER. YOU'D *LIKE* HIM. HE'S AN *ARTIST*.
I REMEMBER WHEN HE *FIRST STARTED* DRAWING. HE WAS SO *CUTE*.
IS THERE SOME *POINT* TO THIS?
UM... I FORGET.
SAY YOUR *PRAYERS*, BOY.
MY...
YES, WELL... I'D PRAY TO *THOR*...
...IF I THOUGHT YOU CRETINS WOULD SHOW *RESPECT* WHILE I DID IT.
OF *COURSE* WE'LL SHOW RESPECT! ON YOUR KNEES FOR *PRAYERS*, FENRIS...
...AFTER WHICH, THE *PUMMELLING* WILL *COMMENCE*!

# ~~THEIR~~ BACK!

THEY'RE

# The Ren & Stimpy Show™



NEW!

## AND THIS TIME IT'S MONTHLY!

MARVEL UK

ISSUE #1 ON SALE 6TH OCTOBER 1994

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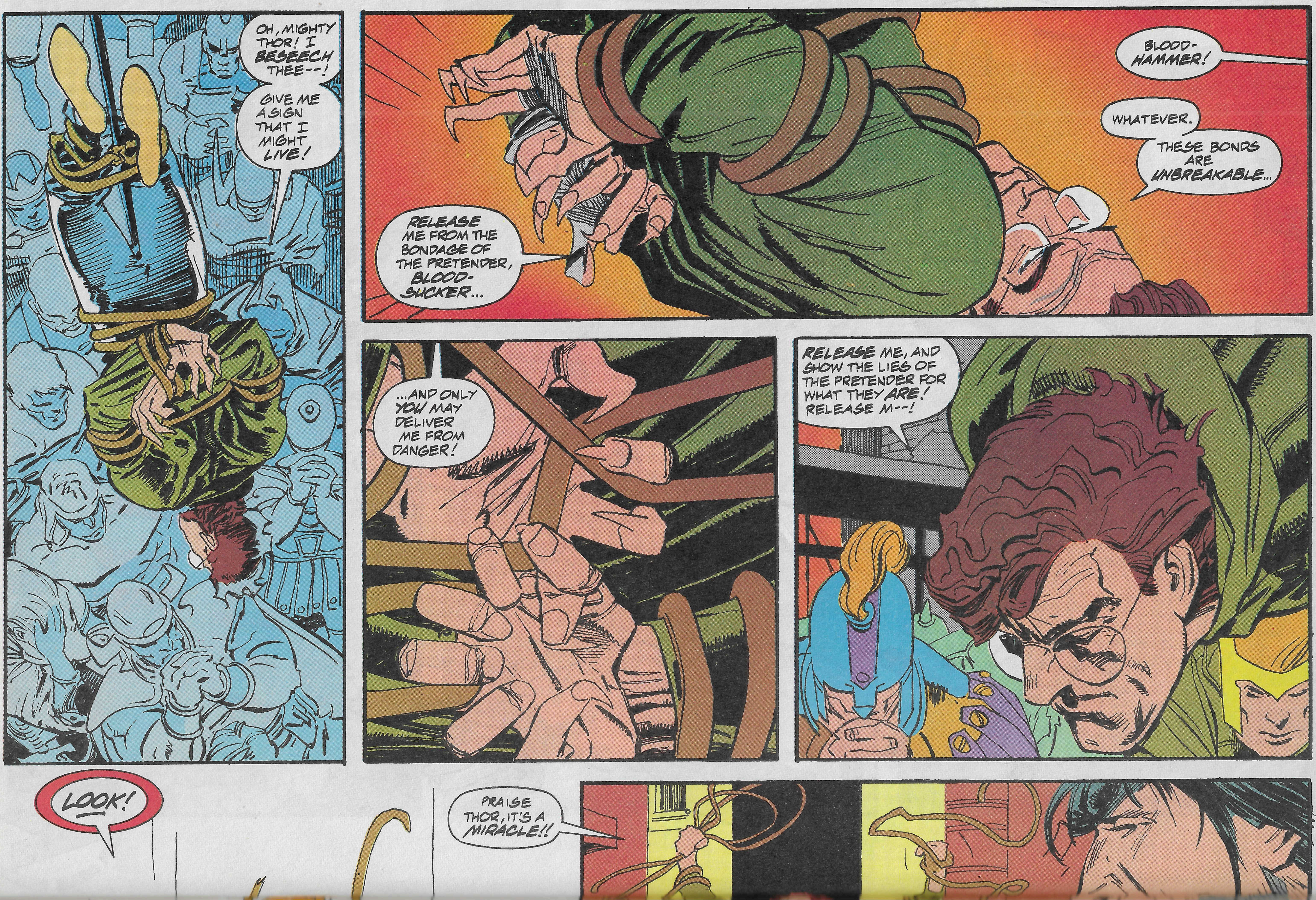
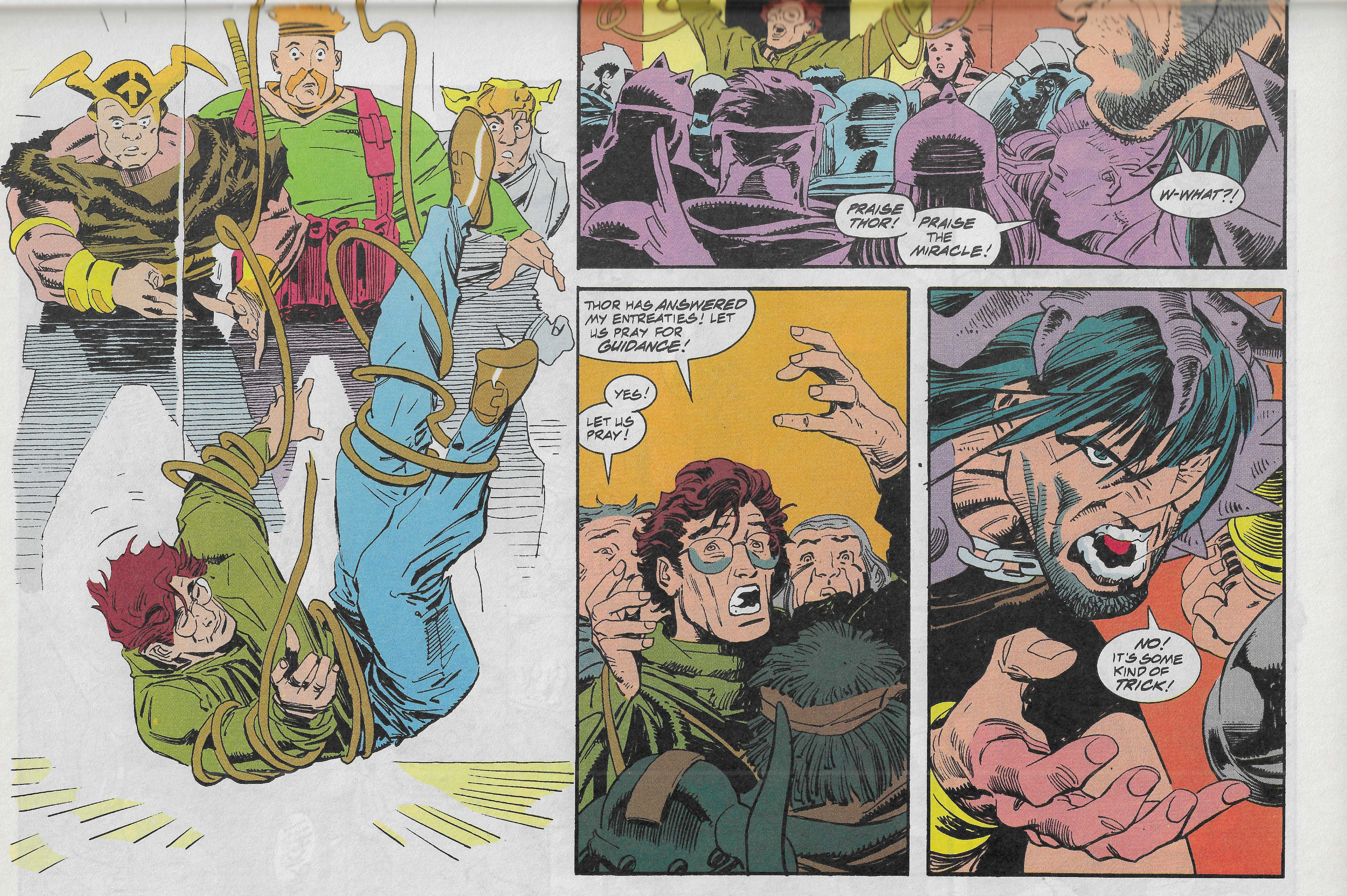
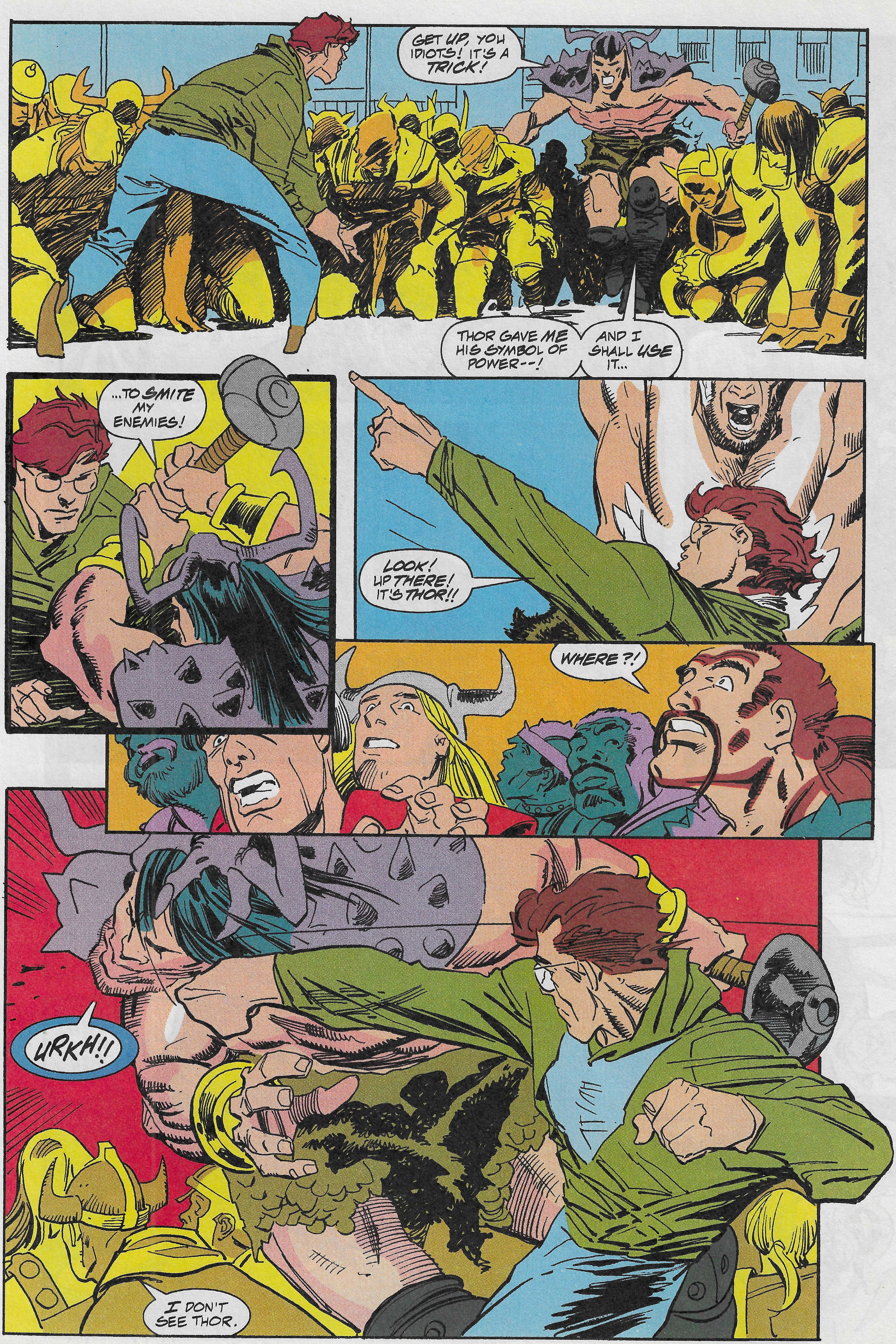
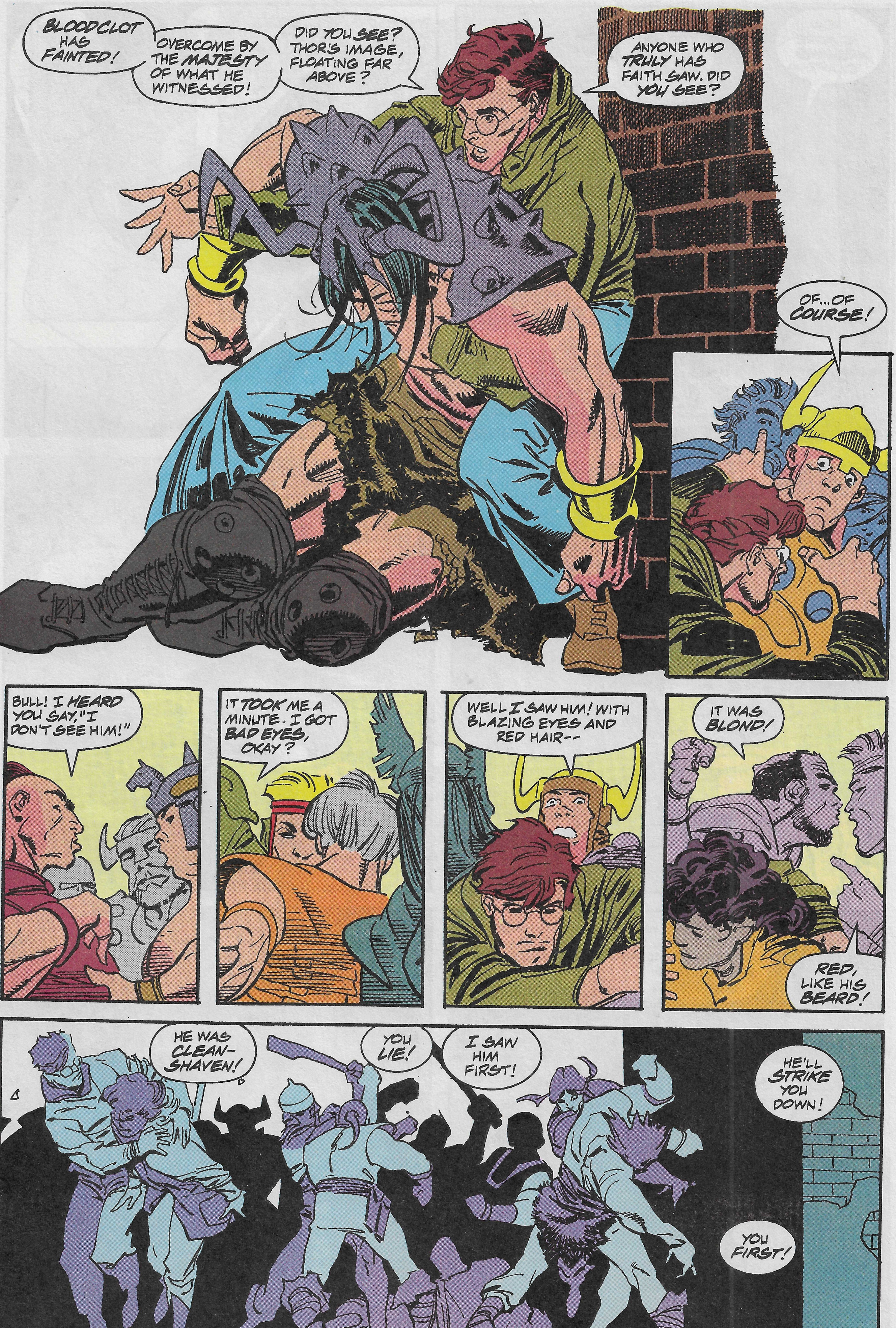
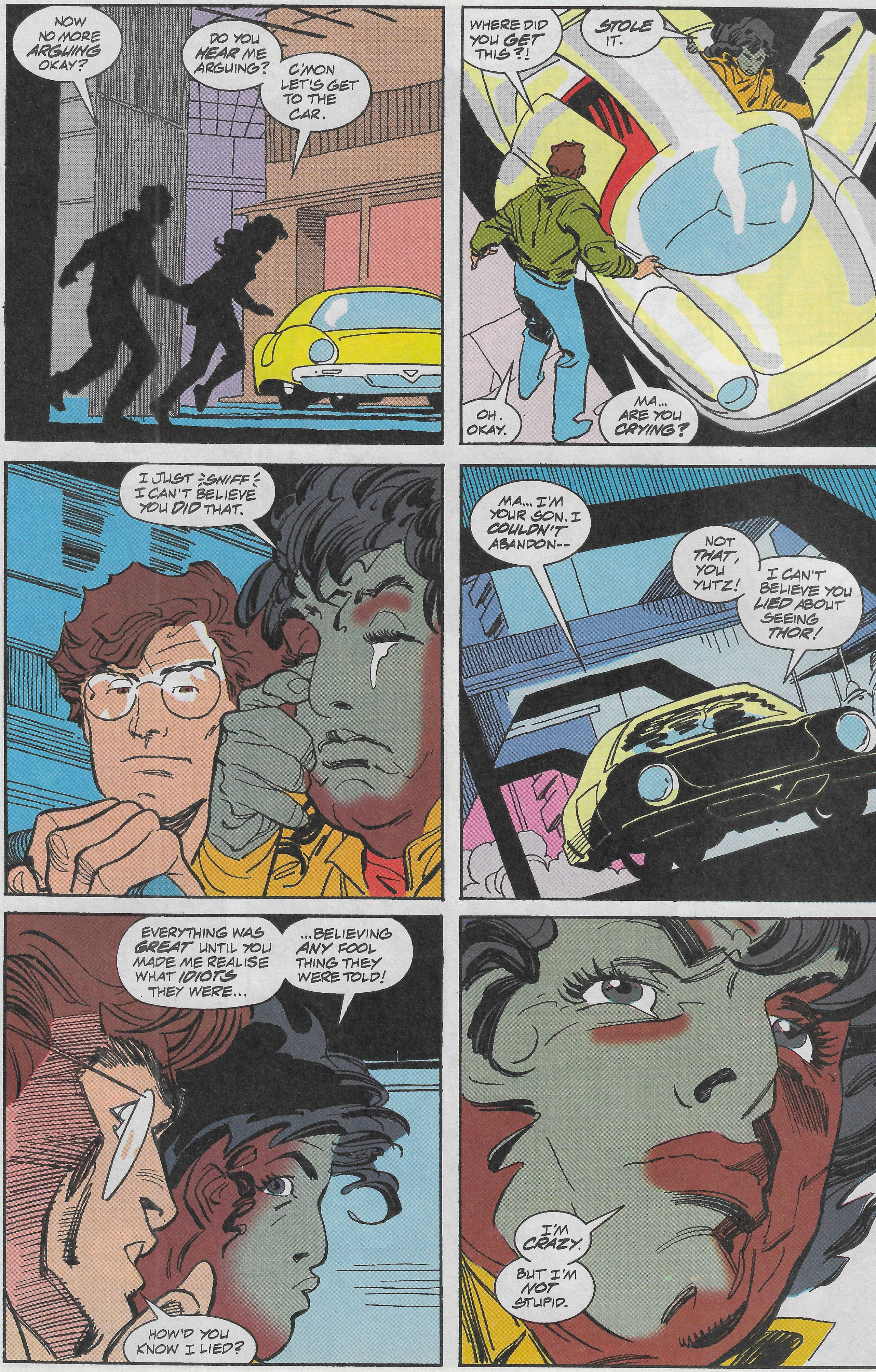
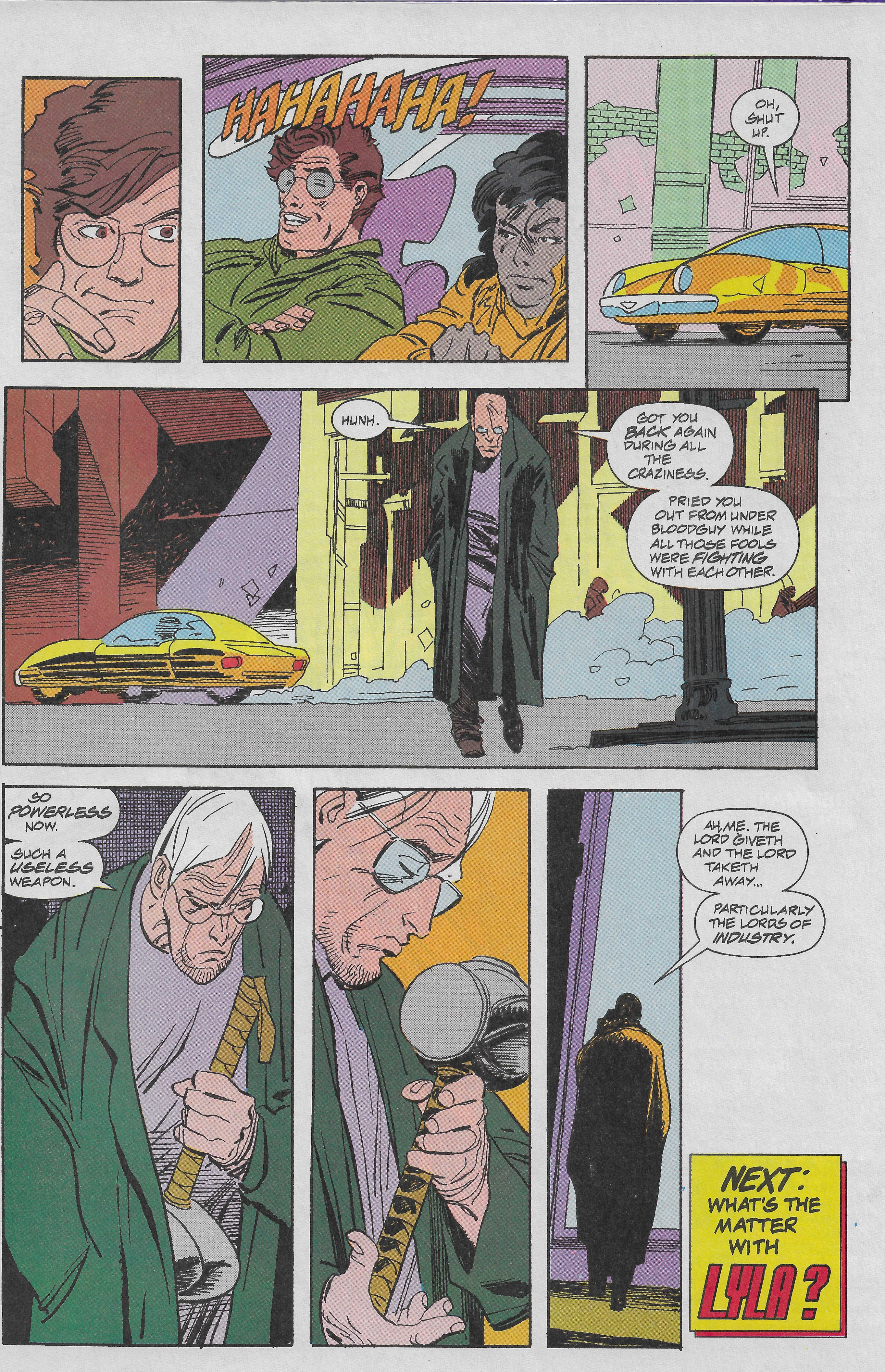

OH, MIGHTY THOR! I BESEECH THEE--!
GIVE ME A SIGN THAT I MIGHT LIVE!
BLOOD-HAMMER!
WHATEVER.
THESE BONDS ARE UNBREAKABLE...
RELEASE ME FROM THE BONDAGE OF THE PRETENDER, BLOOD-SUCKER...
...AND ONLY YOU MAY DELIVER ME FROM DANGER!
RELEASE ME, AND SHOW THE LIES OF THE PRETENDER FOR WHAT THEY ARE! RELEASE M--!
LOOK!
PRAISE THOR, IT'S A MIRACLE!!


PRAISE THOR!
PRAISE THE MIRACLE!
W-WHAT?!
THOR HAS ANSWERED MY ENTREATIES! LET US PRAY FOR GUIDANCE!
YES!
LET US PRAY!
NO! IT'S SOME KIND OF TRICK!


GET UP, YOU IDIOTS! IT'S A TRICK!
THOR GAVE ME HIS SYMBOL OF POWER--!
AND I SHALL USE IT...
...TO SMITE MY ENEMIES!
LOOK! UP THERE! IT'S THOR!!
WHERE?!
URKH!!
I DON'T SEE THOR.

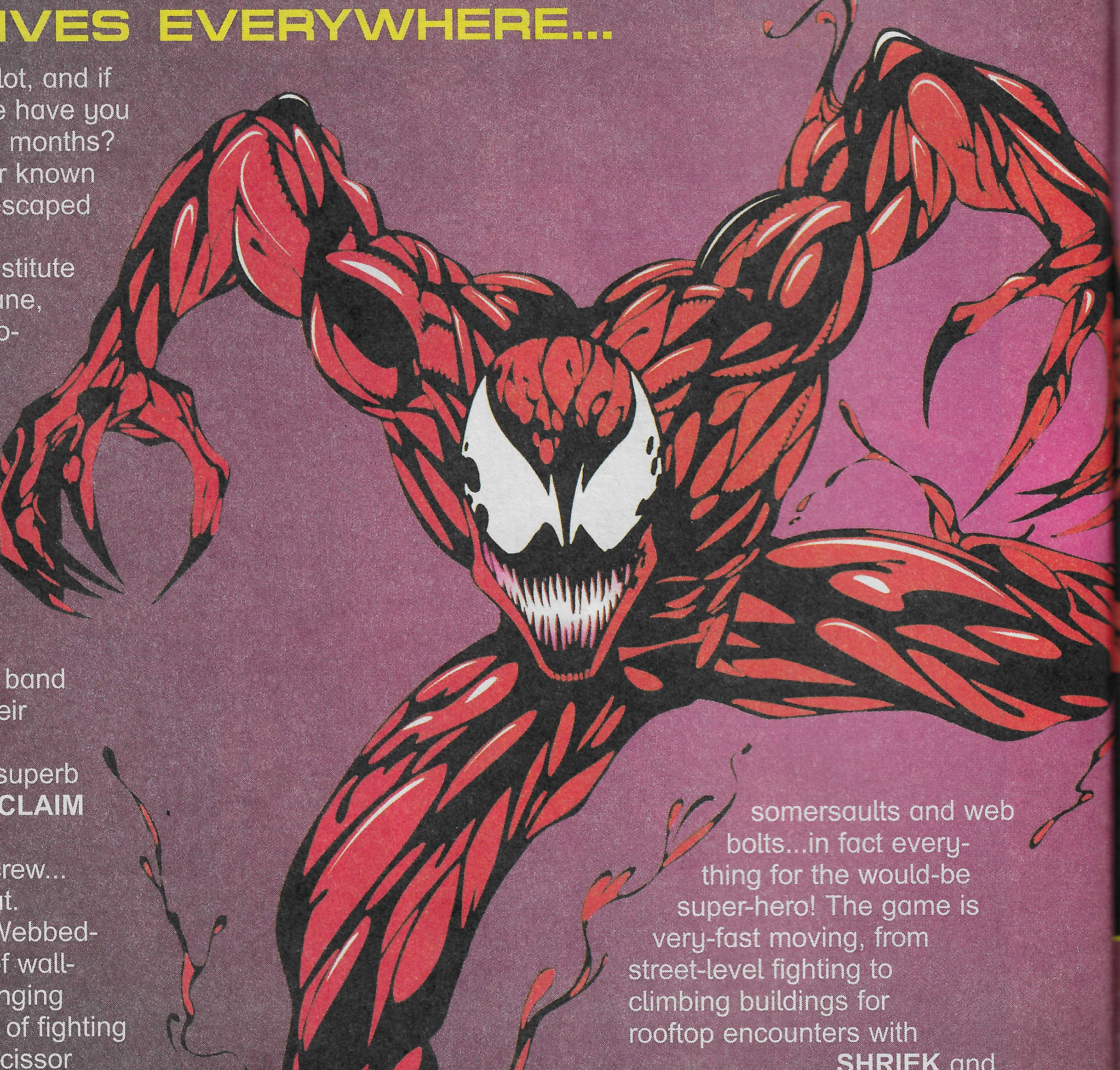

BLOODCLOT HAS FAINTED!
OVERCOME BY THE MAJESTY OF WHAT HE WITNESSED!
DID YOU SEE? THOR'S IMAGE, FLOATING FAR ABOVE?
ANYONE WHO TRULY HAS FAITH SAW. DID YOU SEE?
OF...OF COURSE!
BULL! I HEARD YOU SAY, "I DON'T SEE HIM!"
IT TOOK ME A MINUTE. I GOT BAD EYES, OKAY?
WELL I SAW HIM! WITH BLAZING EYES AND RED HAIR--
IT WAS BLOND!
RED, LIKE HIS BEARD!
HE WAS CLEAN-SHAVEN!
YOU LIE!
I SAW HIM FIRST!
HE'LL STRIKE YOU DOWN!
YOU FIRST!


NOW NO MORE *ARGUING* OKAY?
DO YOU *HEAR* ME *ARGUING*?
C'MON LET'S GET TO THE CAR.
WHERE DID YOU *GET* THIS?!
*STOLE* IT.
OH. OKAY.
MA... ARE YOU *CRYING*?
I JUST *:SNIFF:* I CAN'T BELIEVE YOU *DID* THAT.
MA... I'M YOUR SON. I *COULDN'T* ABANDON--
NOT *THAT*, YOU YUTZ!
I CAN'T BELIEVE YOU *LIED* ABOUT SEEING *THOR*!
EVERYTHING WAS *GREAT* UNTIL YOU MADE ME REALISE WHAT *IDIOTS* THEY WERE...
...BELIEVING *ANY* FOOL THING THEY WERE TOLD!
HOW'D YOU KNOW I LIED?
I'M *CRAZY*.
BUT I'M *NOT* STUPID.


HAHAHAHA!
OH, SHUT UP.
HUNH.
GOT YOU BACK AGAIN DURING ALL THE CRAZINESS.
PRIED YOU OUT FROM UNDER BLOODGUY WHILE ALL THOSE FOOLS WERE FIGHTING WITH EACH OTHER.
SO POWERLESS NOW.
SUCH A USELESS WEAPON.
AH, ME. THE LORD GIVETH AND THE LORD TAKETH AWAY...
PARTICULARLY THE LORDS OF INDUSTRY.
NEXT: WHAT'S THE MATTER WITH LYLA?

# MAXIMUM CARNAGE UNLEASHED!

## ON SUPER NINTENDOS AND MEGADRIVES EVERYWHERE...



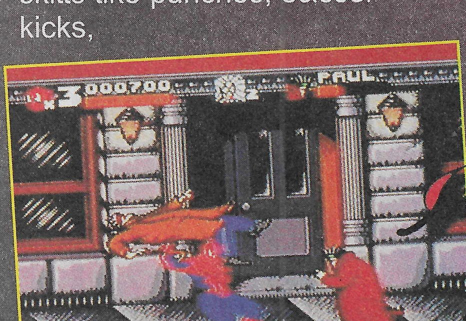
You all know the plot, and if you don't... where have you been for the past five months? Cletus Kasady, better known as **CARNAGE,** has escaped from the Ravencroft Maximum Security Institute for the criminally insane, along with the psychopathic **SHRIEK**. Now with the help of **CARRION DEMOGOBLIN** and **DOPPELGANGER** they're unleashing the ultimate insanity upon the world, and only **SPIDER-MAN**, **VENOM** and a small band of heroes stand in their way!

In this Marvel-ously superb beat-em-up from **ACCLAIM** it's up to you to stop CARNAGE and his crew... But time's running out.

You start off as the Webbed-One, with a variety of wall-crawling and web-slinging moves, plus masses of fighting skills like punches, scissor kicks, somersaults and web bolts...in fact everything for the would-be super-hero! The game is very-fast moving, from street-level fighting to climbing buildings for rooftop encounters with **SHRIEK** and **DOPPELGANGER.**

After this you'll meet **VENOM**, your super-hero ally, who in later levels you get the chance to play.

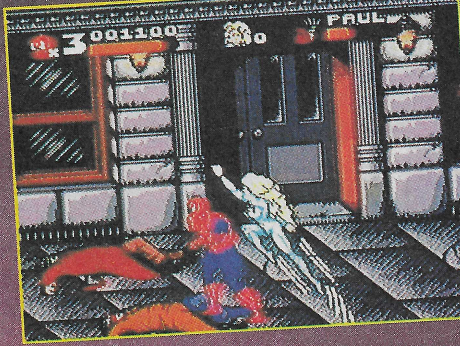
As the action gets tougher, you'll get to recruit fellow heroes to lend a hand. Scattered within the various stages are assorted super-hero Icons, including Iron



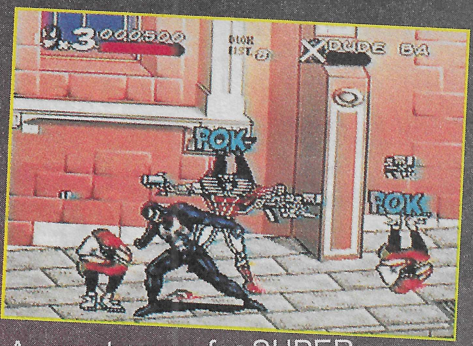
Fist, Deathlok, Captain America, Firestar, Black Cat, Cloak and Dagger! When you've picked up an icon you can call on that super-hero for help!

If you think that with friends like that around this battle's going to be easy, think again, as there's 27, yes, 27 stages to battle through!

Much later levels will find you battling Carnage himself, and his super-villain chums. But before that, you'll have to battle through the mazed hallways of the **Fantastic Four's H.Q**, in crowded nightclubs and as Spider-Man or Venom, you'll fight for your life above, below and on the streets of New York, against the lowest low lifes ever to hit the Big Apple!

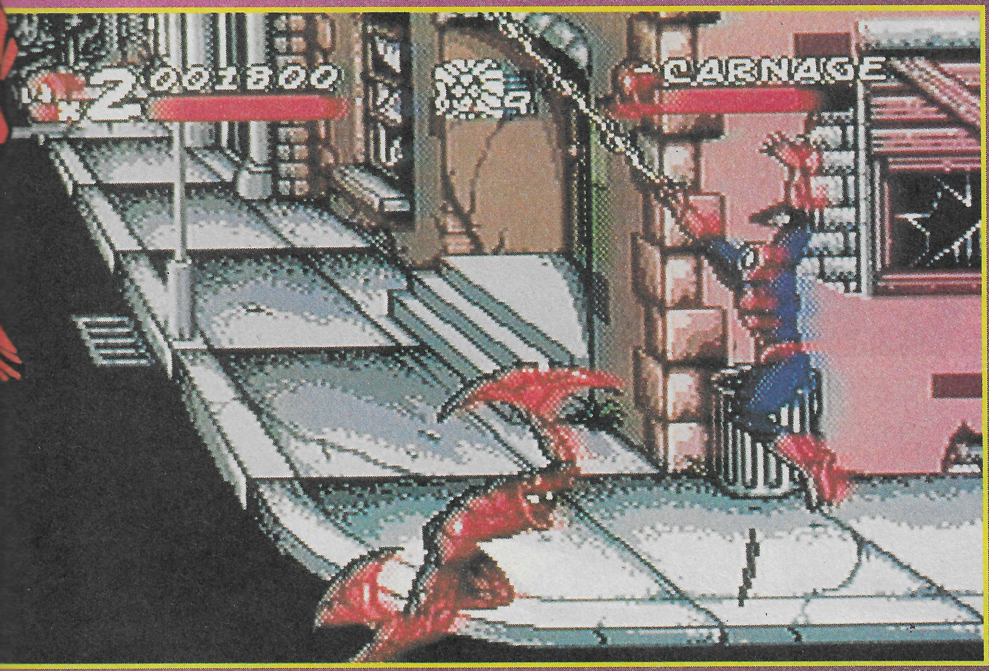


This game is superb... the closest you'll ever get to battling through the pages of a Marvel comic yourself. The animation and moves are spectacular! You'll be hooked, or should I say webbed, on this one! It's a must buy. Great graphics, great soundtrack, great challenge!.

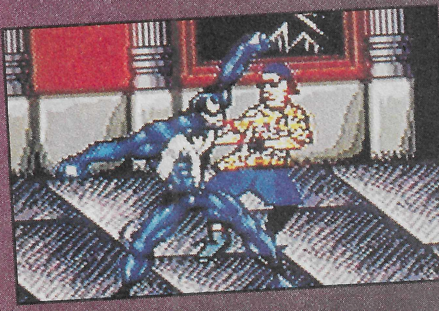


A great game for SUPER-HEROES everywhere...
It gets a SUPER-HERO's score too -

**9 out of 10**



And we've got **TEN** copies of **Acclaim**'s amazing **Maximum Carnage** game to give away in this year's most spectacular competition! There's a copy of **Maximum Carnage** on a game system of your choice and an exclusive Marvel mystery goody bag to the first correct entry we pull out of the bag after the closing date. Nine runners-up will receive a copy of the game.



Special thanks to Alison and Simon at Acclaim Entertainment for their help and assistance in compiling this competition.

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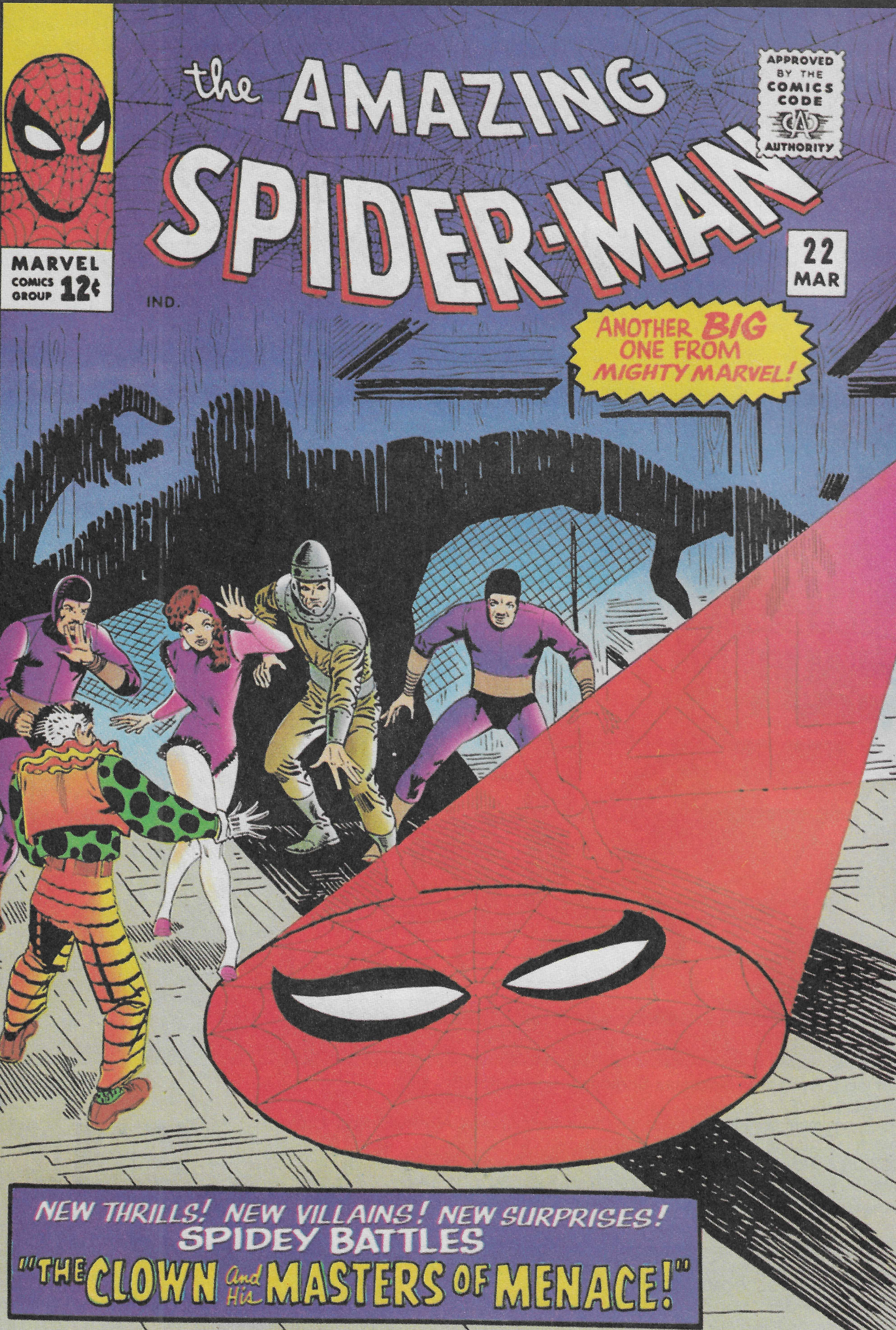
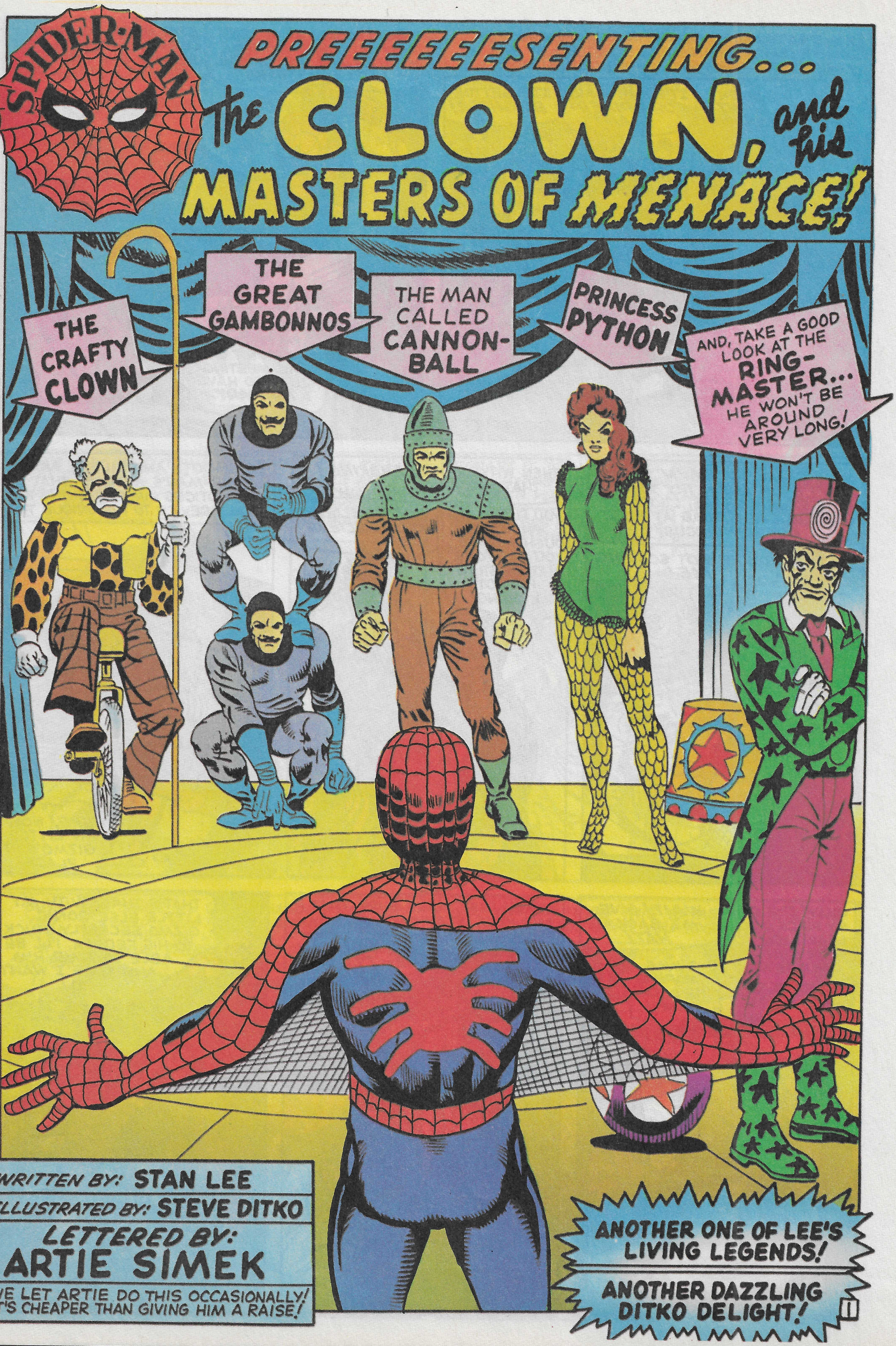
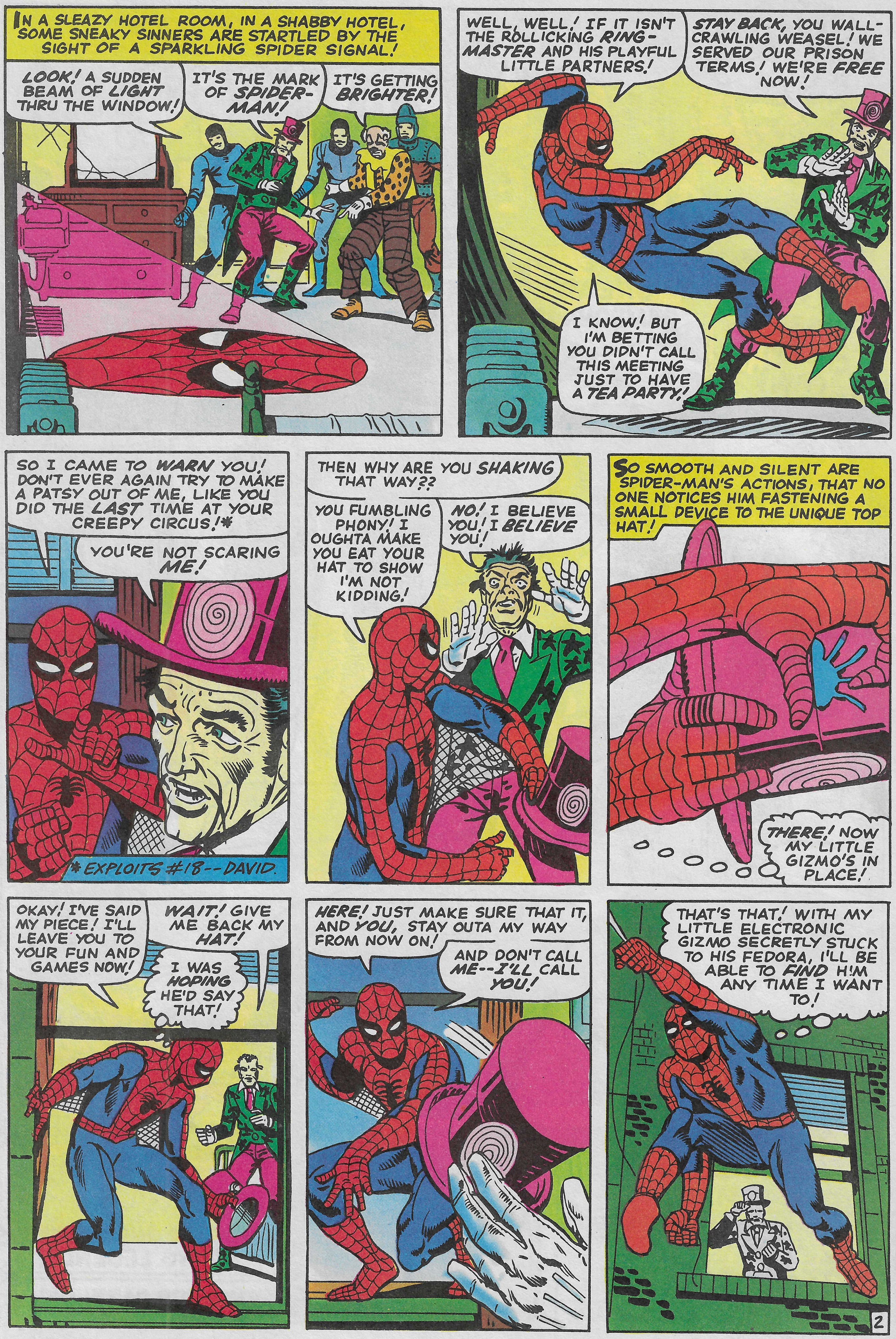
1: How many levels does **Maximum Carnage** the game have?
ANSWER..........................................................
2: Which maximum security institution did Cletus Kasady aka CARNAGE escape from?
ANSWER..........................................................
QUESTION 3: How many arms does the super-villain Doppelganger have?
ANSWER..........................................................
PLEASE NAME WHICH GAME SYSTEM YOU REQUIRE..................................
NAME: ------------------------------------------------------AGE: --------- ADDRESS: ------------------------------------------------------
------------------------------------------------------------------------------------------------------------POST CODE: ---------

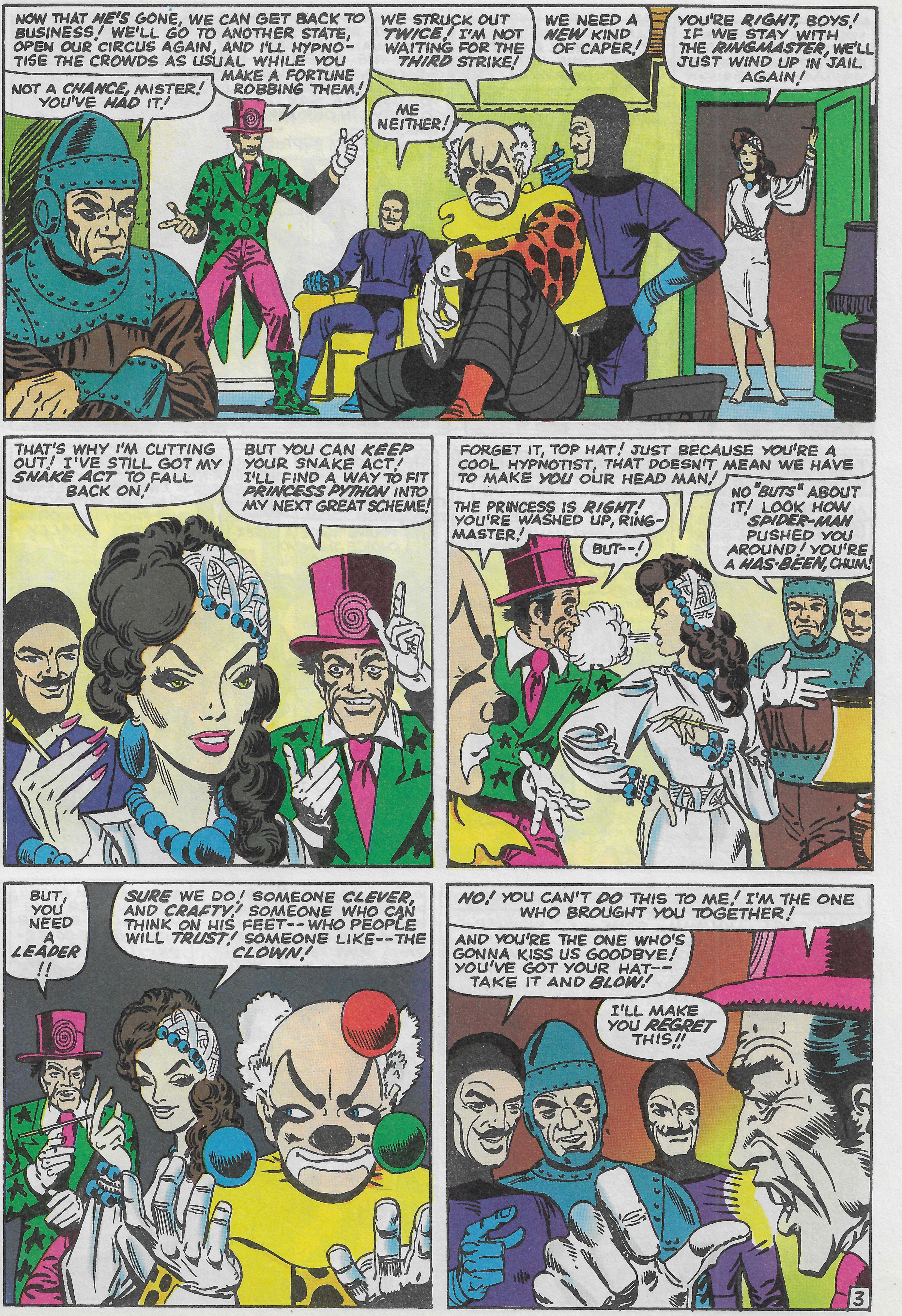
MEGA DRIVE
Maximum Carnage
Acclaim

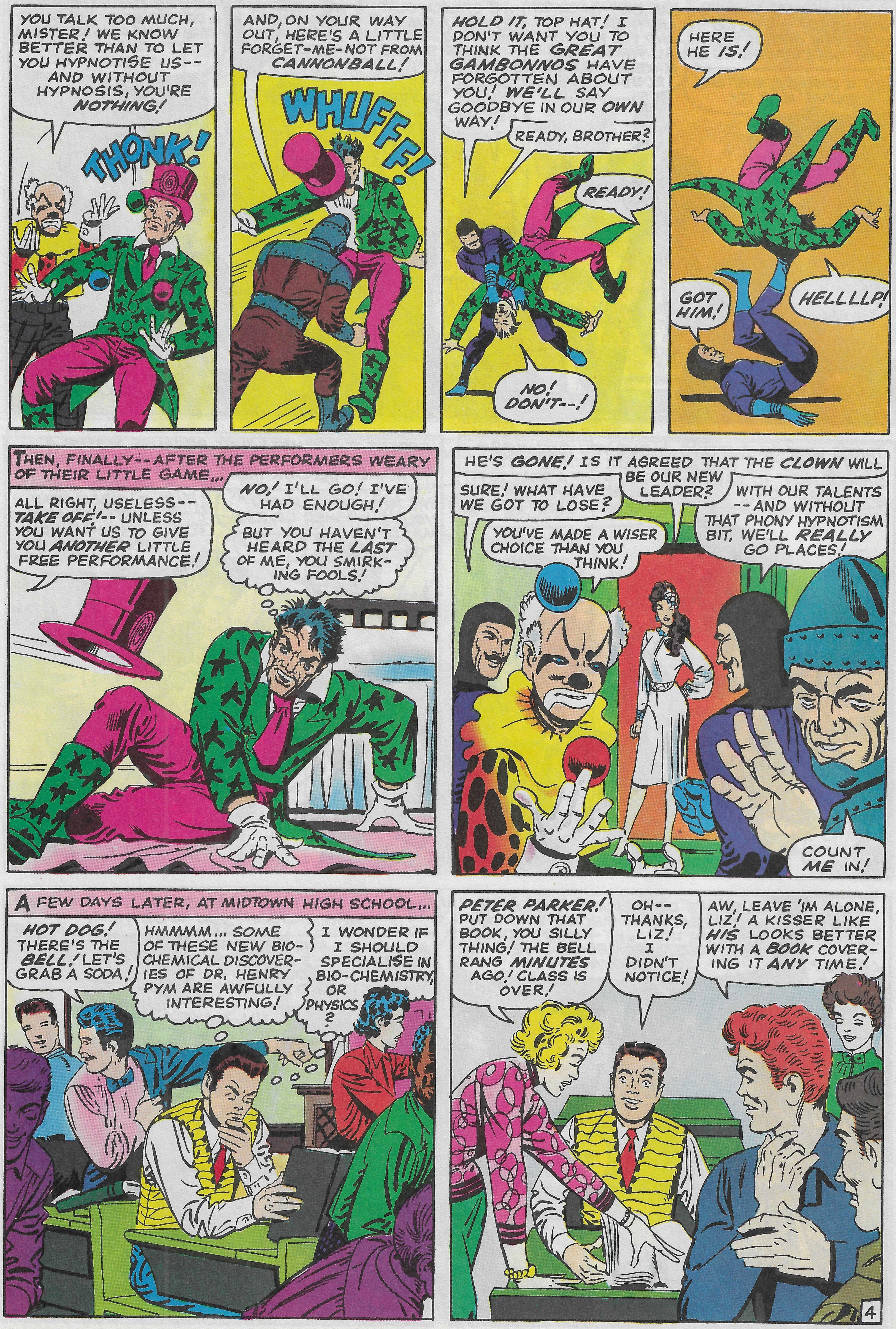
Fill in this coupon and send it to:
**MAXIMUM CARNAGE, COMPETITION!**
Exploits of Spider-Man, Marvel Comics Ltd., Arundel House, 13/15 Arundel St, London WC2R 3DX. Closing date for the competition is October 26th 1994. No correspondence may be entered into and the editor's decision is final. Winners will be announced in a future issue of Exploits.

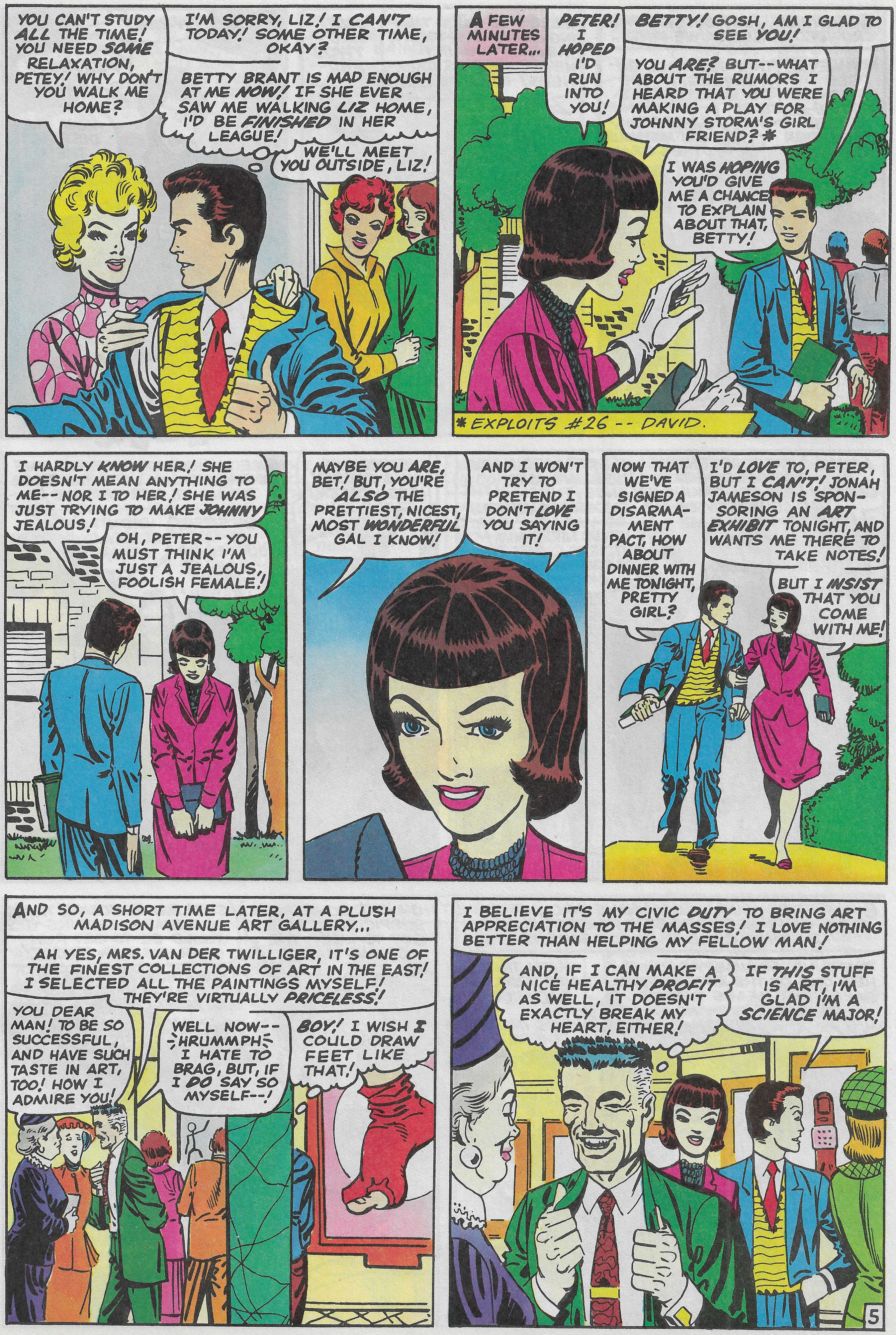

the AMAZING
SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
MARVEL COMICS GROUP 12¢
22 MAR
IND.
ANOTHER BIG ONE FROM MIGHTY MARVEL!
NEW THRILLS! NEW VILLAINS! NEW SURPRISES!
SPIDEY BATTLES
"THE CLOWN and His MASTERS OF MENACE!"

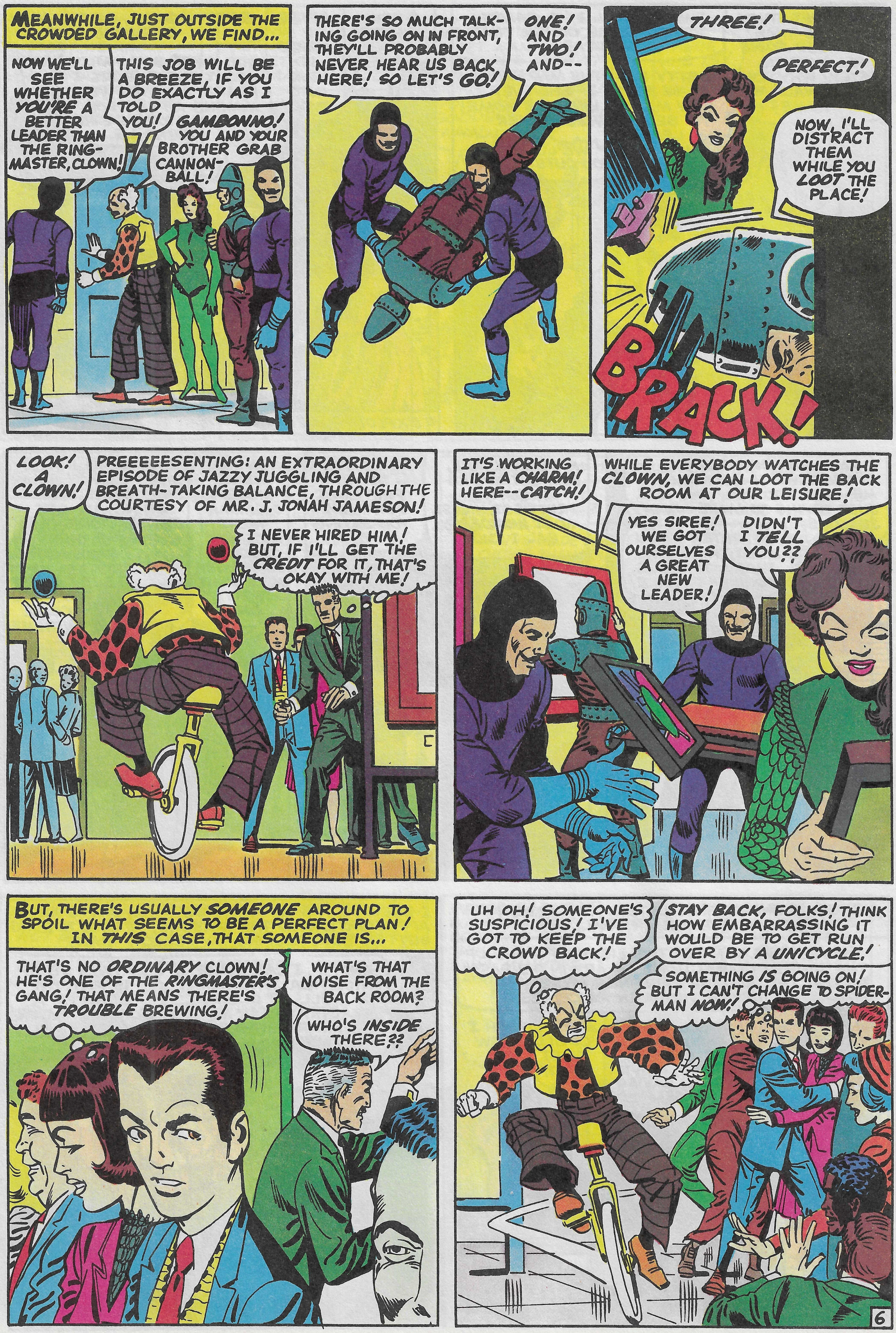

SPIDER-MAN
PREEEEEESENTING...
the CLOWN, and his
MASTERS OF MENACE!
THE CRAFTY CLOWN
THE GREAT GAMBONNOS
THE MAN CALLED CANNON-BALL
PRINCESS PYTHON
AND, TAKE A GOOD LOOK AT THE RING-MASTER... HE WON'T BE AROUND VERY LONG!
WRITTEN BY: STAN LEE
ILLUSTRATED BY: STEVE DITKO
LETTERED BY: ARTIE SIMEK
WE LET ARTIE DO THIS OCCASIONALLY! IT'S CHEAPER THAN GIVING HIM A RAISE!
ANOTHER ONE OF LEE'S LIVING LEGENDS!
ANOTHER DAZZLING DITKO DELIGHT!
1

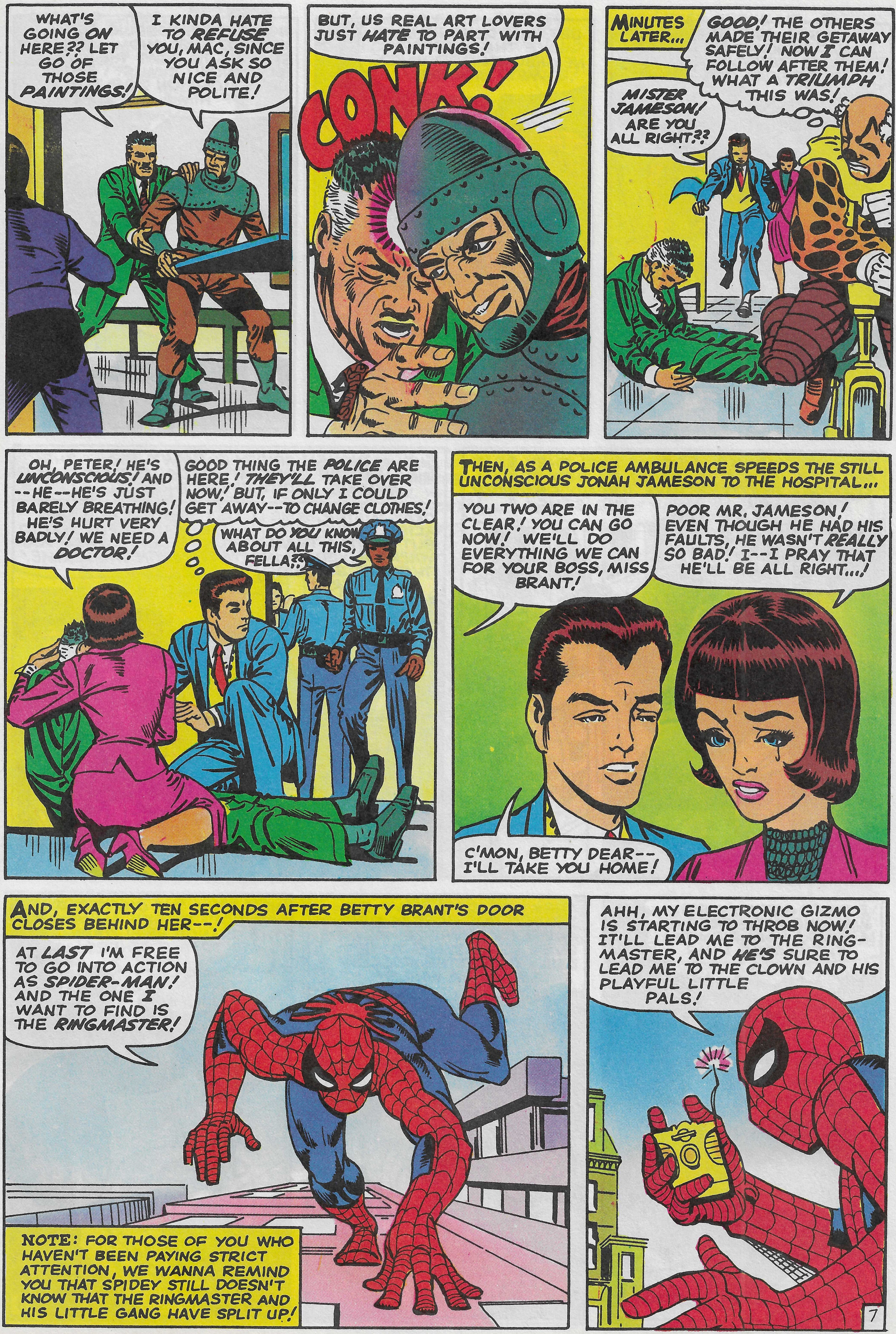

IN A SLEAZY HOTEL ROOM, IN A SHABBY HOTEL, SOME SNEAKY SINNERS ARE STARTLED BY THE SIGHT OF A SPARKLING SPIDER SIGNAL!
LOOK! A SUDDEN BEAM OF LIGHT THRU THE WINDOW!
IT'S THE MARK OF SPIDER-MAN!
IT'S GETTING BRIGHTER!
WELL, WELL! IF IT ISN'T THE ROLLICKING RING-MASTER AND HIS PLAYFUL LITTLE PARTNERS!
STAY BACK, YOU WALL-CRAWLING WEASEL! WE SERVED OUR PRISON TERMS! WE'RE FREE NOW!
I KNOW! BUT I'M BETTING YOU DIDN'T CALL THIS MEETING JUST TO HAVE A TEA PARTY!
SO I CAME TO WARN YOU! DON'T EVER AGAIN TRY TO MAKE A PATSY OUT OF ME, LIKE YOU DID THE LAST TIME AT YOUR CREEPY CIRCUS!*
YOU'RE NOT SCARING ME!
* EXPLOITS #18--DAVID.
THEN WHY ARE YOU SHAKING THAT WAY??
YOU FUMBLING PHONY! I OUGHTA MAKE YOU EAT YOUR HAT TO SHOW I'M NOT KIDDING!
NO! I BELIEVE YOU! I BELIEVE YOU!
SO SMOOTH AND SILENT ARE SPIDER-MAN'S ACTIONS, THAT NO ONE NOTICES HIM FASTENING A SMALL DEVICE TO THE UNIQUE TOP HAT!
THERE! NOW MY LITTLE GIZMO'S IN PLACE!
OKAY! I'VE SAID MY PIECE! I'LL LEAVE YOU TO YOUR FUN AND GAMES NOW!
WAIT! GIVE ME BACK MY HAT!
I WAS HOPING HE'D SAY THAT!
HERE! JUST MAKE SURE THAT IT, AND YOU, STAY OUTA MY WAY FROM NOW ON!
AND DON'T CALL ME--I'LL CALL YOU!
THAT'S THAT! WITH MY LITTLE ELECTRONIC GIZMO SECRETLY STUCK TO HIS FEDORA, I'LL BE ABLE TO FIND HIM ANY TIME I WANT TO!


NOW THAT *HE'S* GONE, WE CAN GET BACK TO BUSINESS! WE'LL GO TO ANOTHER STATE, OPEN OUR CIRCUS AGAIN, AND I'LL HYPNOTISE THE CROWDS AS USUAL WHILE YOU MAKE A FORTUNE ROBBING THEM!
NOT A *CHANCE*, MISTER! YOU'VE *HAD* IT!
WE STRUCK OUT *TWICE*! I'M NOT WAITING FOR THE *THIRD* STRIKE!
ME NEITHER!
WE NEED A *NEW* KIND OF CAPER!
YOU'RE *RIGHT*, BOYS! IF WE STAY WITH THE *RINGMASTER*, WE'LL JUST WIND UP IN JAIL AGAIN!
THAT'S WHY I'M CUTTING OUT! I'VE STILL GOT MY *SNAKE ACT* TO FALL BACK ON!
BUT YOU CAN *KEEP* YOUR SNAKE ACT! I'LL FIND A WAY TO FIT *PRINCESS PYTHON* INTO MY NEXT GREAT SCHEME!
FORGET IT, TOP HAT! JUST BECAUSE YOU'RE A COOL HYPNOTIST, THAT DOESN'T MEAN WE HAVE TO MAKE *YOU* OUR HEAD MAN!
THE PRINCESS IS *RIGHT*! YOU'RE WASHED UP, RINGMASTER!
BUT--!
NO "*BUTS*" ABOUT IT! LOOK HOW *SPIDER-MAN* PUSHED YOU AROUND! YOU'RE A *HAS-BEEN*, CHUM!
BUT, YOU NEED A *LEADER*!!
*SURE* WE DO! SOMEONE *CLEVER*, AND *CRAFTY*! SOMEONE WHO CAN THINK ON HIS FEET-- WHO PEOPLE WILL *TRUST*! SOMEONE LIKE-- THE *CLOWN*!
*NO*! YOU CAN'T *DO* THIS TO ME! I'M THE ONE WHO BROUGHT YOU TOGETHER!
AND YOU'RE THE ONE WHO'S GONNA KISS US GOODBYE! YOU'VE GOT YOUR HAT-- TAKE IT AND *BLOW*!
I'LL MAKE YOU *REGRET* THIS!!


YOU TALK TOO MUCH, MISTER! WE KNOW BETTER THAN TO LET YOU HYPNOTISE US-- AND WITHOUT HYPNOSIS, YOU'RE NOTHING!
THONK!
AND, ON YOUR WAY OUT, HERE'S A LITTLE FORGET-ME-NOT FROM CANNONBALL!
WHUFFF!
HOLD IT, TOP HAT! I DON'T WANT YOU TO THINK THE GREAT GAMBONNOS HAVE FORGOTTEN ABOUT YOU! WE'LL SAY GOODBYE IN OUR OWN WAY!
READY, BROTHER?
READY!
NO! DON'T--!
HERE HE IS!
GOT HIM!
HELLLLP!
THEN, FINALLY--AFTER THE PERFORMERS WEARY OF THEIR LITTLE GAME...
ALL RIGHT, USELESS-- TAKE OFF!-- UNLESS YOU WANT US TO GIVE YOU ANOTHER LITTLE FREE PERFORMANCE!
NO! I'LL GO! I'VE HAD ENOUGH!
BUT YOU HAVEN'T HEARD THE LAST OF ME, YOU SMIRKING FOOLS!
HE'S GONE! IS IT AGREED THAT THE CLOWN WILL BE OUR NEW LEADER?
SURE! WHAT HAVE WE GOT TO LOSE?
WITH OUR TALENTS --AND WITHOUT THAT PHONY HYPNOTISM BIT, WE'LL REALLY GO PLACES!
YOU'VE MADE A WISER CHOICE THAN YOU THINK!
COUNT ME IN!
A FEW DAYS LATER, AT MIDTOWN HIGH SCHOOL...
HOT DOG! THERE'S THE BELL! LET'S GRAB A SODA!
HMMMM... SOME OF THESE NEW BIO-CHEMICAL DISCOVERIES OF DR. HENRY PYM ARE AWFULLY INTERESTING!
I WONDER IF I SHOULD SPECIALISE IN BIO-CHEMISTRY, OR PHYSICS?
PETER PARKER! PUT DOWN THAT BOOK, YOU SILLY THING! THE BELL RANG MINUTES AGO! CLASS IS OVER!
OH-- THANKS, LIZ! I DIDN'T NOTICE!
AW, LEAVE 'IM ALONE, LIZ! A KISSER LIKE HIS LOOKS BETTER WITH A BOOK COVERING IT ANY TIME!


YOU CAN'T STUDY ALL THE TIME! YOU NEED SOME RELAXATION, PETEY! WHY DON'T YOU WALK ME HOME?
I'M SORRY, LIZ! I CAN'T TODAY! SOME OTHER TIME, OKAY?
BETTY BRANT IS MAD ENOUGH AT ME NOW! IF SHE EVER SAW ME WALKING LIZ HOME, I'D BE FINISHED IN HER LEAGUE!
WE'LL MEET YOU OUTSIDE, LIZ!
A FEW MINUTES LATER...
PETER! I HOPED I'D RUN INTO YOU!
BETTY! GOSH, AM I GLAD TO SEE YOU!
YOU ARE? BUT--WHAT ABOUT THE RUMORS I HEARD THAT YOU WERE MAKING A PLAY FOR JOHNNY STORM'S GIRL FRIEND? *
I WAS HOPING YOU'D GIVE ME A CHANCE TO EXPLAIN ABOUT THAT, BETTY!
* EXPLOITS #26 -- DAVID.
I HARDLY KNOW HER! SHE DOESN'T MEAN ANYTHING TO ME-- NOR I TO HER! SHE WAS JUST TRYING TO MAKE JOHNNY JEALOUS!
OH, PETER-- YOU MUST THINK I'M JUST A JEALOUS, FOOLISH FEMALE!
MAYBE YOU ARE, BET! BUT, YOU'RE ALSO THE PRETTIEST, NICEST, MOST WONDERFUL GAL I KNOW!
AND I WON'T TRY TO PRETEND I DON'T LOVE YOU SAYING IT!
NOW THAT WE'VE SIGNED A DISARMAMENT PACT, HOW ABOUT DINNER WITH ME TONIGHT, PRETTY GIRL?
I'D LOVE TO, PETER, BUT I CAN'T! JONAH JAMESON IS SPONSORING AN ART EXHIBIT TONIGHT, AND WANTS ME THERE TO TAKE NOTES!
BUT I INSIST THAT YOU COME WITH ME!
AND SO, A SHORT TIME LATER, AT A PLUSH MADISON AVENUE ART GALLERY...
AH YES, MRS. VAN DER TWILLIGER, IT'S ONE OF THE FINEST COLLECTIONS OF ART IN THE EAST! I SELECTED ALL THE PAINTINGS MYSELF! THEY'RE VIRTUALLY PRICELESS!
YOU DEAR MAN! TO BE SO SUCCESSFUL, AND HAVE SUCH TASTE IN ART, TOO! HOW I ADMIRE YOU!
WELL NOW-- -HRUMMPH- I HATE TO BRAG, BUT, IF I DO SAY SO MYSELF--!
BOY! I WISH I COULD DRAW FEET LIKE THAT!
I BELIEVE IT'S MY CIVIC DUTY TO BRING ART APPRECIATION TO THE MASSES! I LOVE NOTHING BETTER THAN HELPING MY FELLOW MAN!
AND, IF I CAN MAKE A NICE HEALTHY PROFIT AS WELL, IT DOESN'T EXACTLY BREAK MY HEART, EITHER!
IF THIS STUFF IS ART, I'M GLAD I'M A SCIENCE MAJOR!


MEANWHILE, JUST OUTSIDE THE CROWDED GALLERY, WE FIND...
NOW WE'LL SEE WHETHER YOU'RE A BETTER LEADER THAN THE RING-MASTER, CLOWN!
THIS JOB WILL BE A BREEZE, IF YOU DO EXACTLY AS I TOLD YOU! GAMBONNO! YOU AND YOUR BROTHER GRAB CANNON-BALL!
THERE'S SO MUCH TALKING GOING ON IN FRONT, THEY'LL PROBABLY NEVER HEAR US BACK HERE! SO LET'S GO!
ONE! AND TWO! AND--
THREE!
PERFECT!
NOW, I'LL DISTRACT THEM WHILE YOU LOOT THE PLACE!
BRACK!
LOOK! A CLOWN!
PREEEEESENTING: AN EXTRAORDINARY EPISODE OF JAZZY JUGGLING AND BREATH-TAKING BALANCE, THROUGH THE COURTESY OF MR. J. JONAH JAMESON!
I NEVER HIRED HIM! BUT, IF I'LL GET THE CREDIT FOR IT, THAT'S OKAY WITH ME!
IT'S WORKING LIKE A CHARM! HERE--CATCH!
WHILE EVERYBODY WATCHES THE CLOWN, WE CAN LOOT THE BACK ROOM AT OUR LEISURE!
YES SIREE! WE GOT OURSELVES A GREAT NEW LEADER!
DIDN'T I TELL YOU??
BUT, THERE'S USUALLY SOMEONE AROUND TO SPOIL WHAT SEEMS TO BE A PERFECT PLAN! IN THIS CASE, THAT SOMEONE IS...
THAT'S NO ORDINARY CLOWN! HE'S ONE OF THE RINGMASTER'S GANG! THAT MEANS THERE'S TROUBLE BREWING!
WHAT'S THAT NOISE FROM THE BACK ROOM?
WHO'S INSIDE THERE??
UH OH! SOMEONE'S SUSPICIOUS! I'VE GOT TO KEEP THE CROWD BACK!
STAY BACK, FOLKS! THINK HOW EMBARRASSING IT WOULD BE TO GET RUN OVER BY A UNICYCLE!
SOMETHING IS GOING ON! BUT I CAN'T CHANGE TO SPIDER-MAN NOW!


WHAT'S GOING ON HERE?? LET GO OF THOSE PAINTINGS!
I KINDA HATE TO REFUSE YOU, MAC, SINCE YOU ASK SO NICE AND POLITE!
BUT, US REAL ART LOVERS JUST HATE TO PART WITH PAINTINGS!
CONK!
MINUTES LATER...
GOOD! THE OTHERS MADE THEIR GETAWAY SAFELY! NOW I CAN FOLLOW AFTER THEM! WHAT A TRIUMPH THIS WAS!
MISTER JAMESON! ARE YOU ALL RIGHT??
OH, PETER! HE'S UNCONSCIOUS! AND --HE--HE'S JUST BARELY BREATHING! HE'S HURT VERY BADLY! WE NEED A DOCTOR!
GOOD THING THE POLICE ARE HERE! THEY'LL TAKE OVER NOW! BUT, IF ONLY I COULD GET AWAY--TO CHANGE CLOTHES!
WHAT DO YOU KNOW ABOUT ALL THIS, FELLA??
THEN, AS A POLICE AMBULANCE SPEEDS THE STILL UNCONSCIOUS JONAH JAMESON TO THE HOSPITAL...
YOU TWO ARE IN THE CLEAR! YOU CAN GO NOW! WE'LL DO EVERYTHING WE CAN FOR YOUR BOSS, MISS BRANT!
POOR MR. JAMESON! EVEN THOUGH HE HAD HIS FAULTS, HE WASN'T REALLY SO BAD! I--I PRAY THAT HE'LL BE ALL RIGHT...!
C'MON, BETTY DEAR-- I'LL TAKE YOU HOME!
AND, EXACTLY TEN SECONDS AFTER BETTY BRANT'S DOOR CLOSES BEHIND HER--!
AT LAST I'M FREE TO GO INTO ACTION AS SPIDER-MAN! AND THE ONE I WANT TO FIND IS THE RINGMASTER!
NOTE: FOR THOSE OF YOU WHO HAVEN'T BEEN PAYING STRICT ATTENTION, WE WANNA REMIND YOU THAT SPIDEY STILL DOESN'T KNOW THAT THE RINGMASTER AND HIS LITTLE GANG HAVE SPLIT UP!
AHH, MY ELECTRONIC GIZMO IS STARTING TO THROB NOW! IT'LL LEAD ME TO THE RINGMASTER, AND HE'S SURE TO LEAD ME TO THE CLOWN AND HIS PLAYFUL LITTLE PALS!

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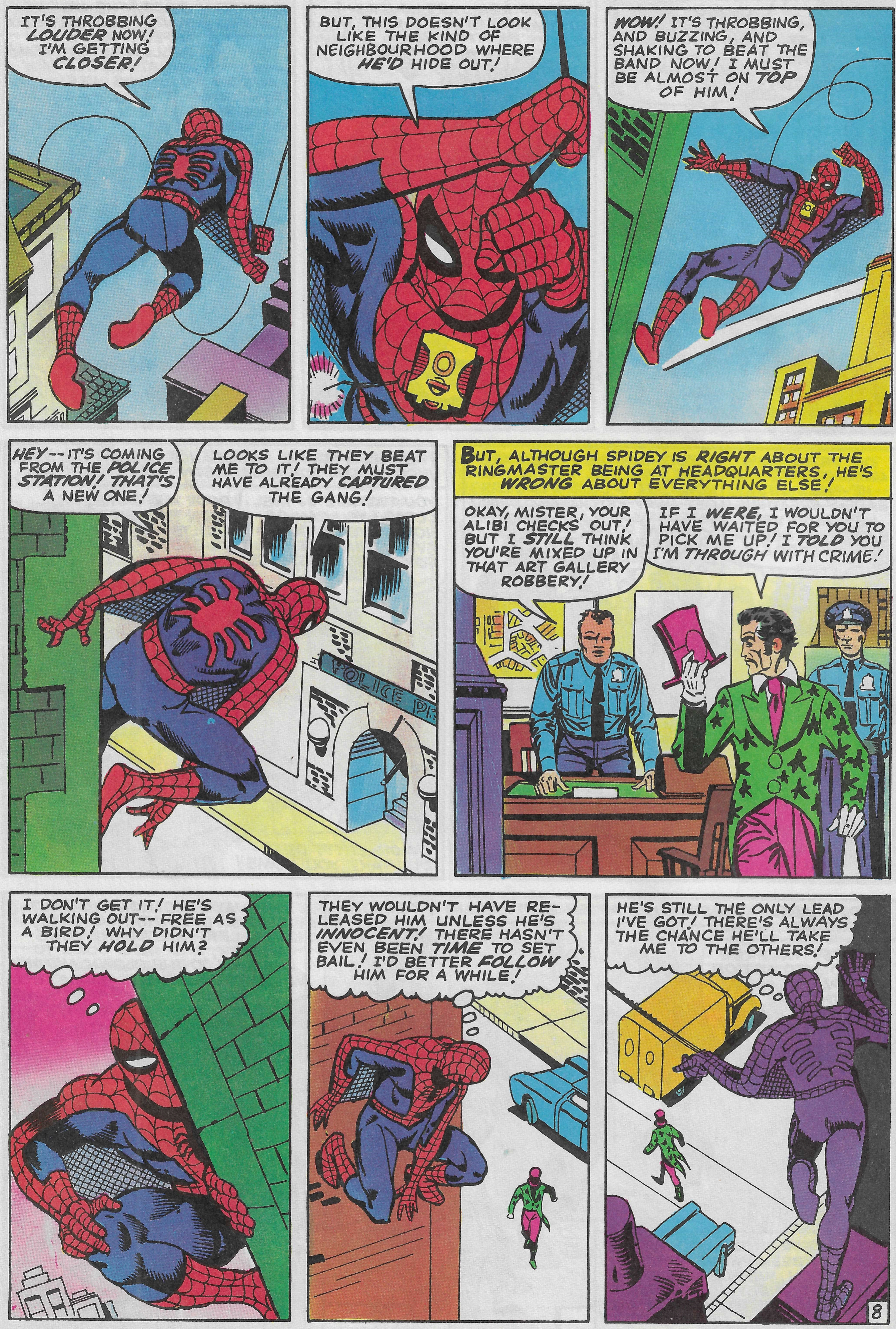
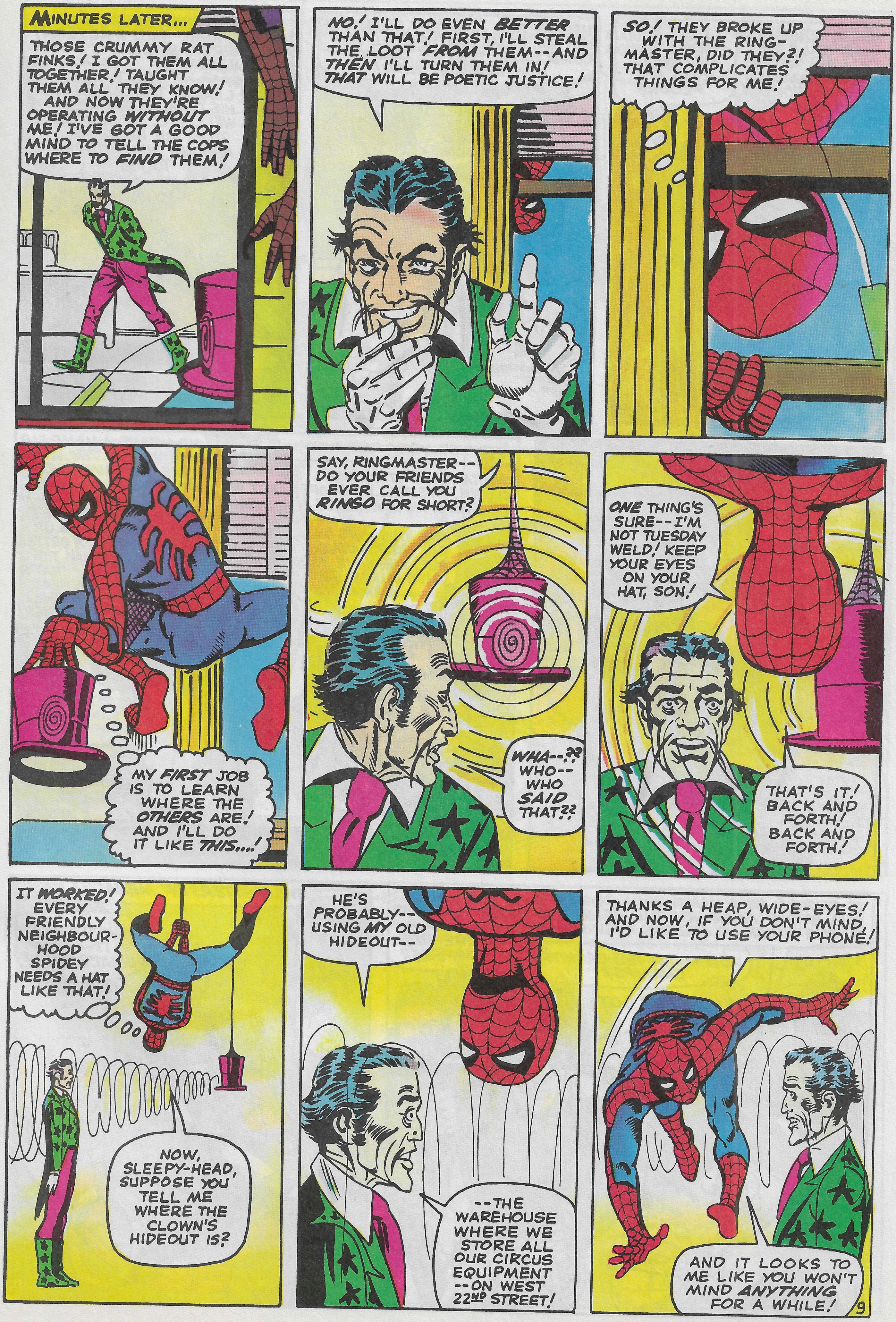
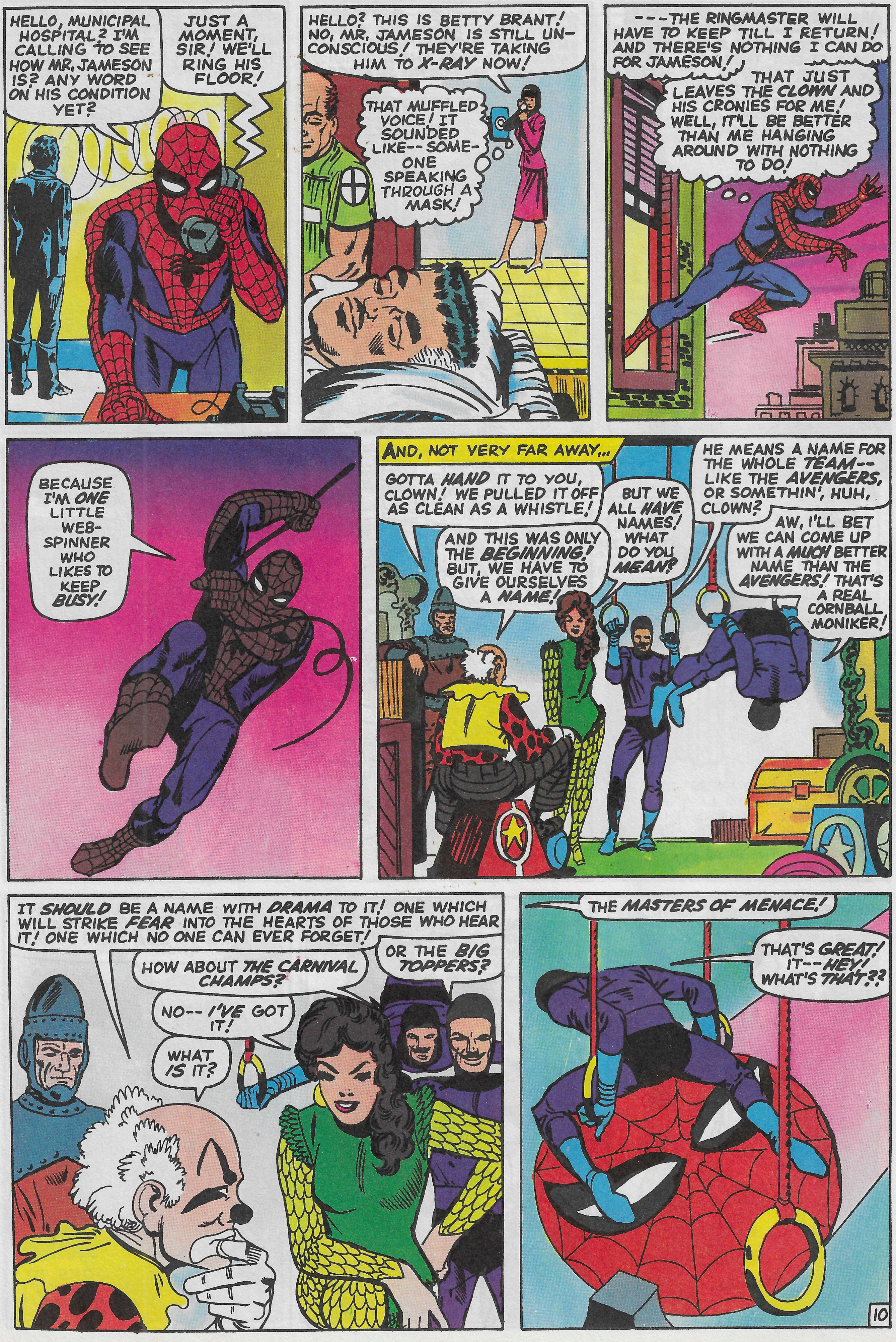
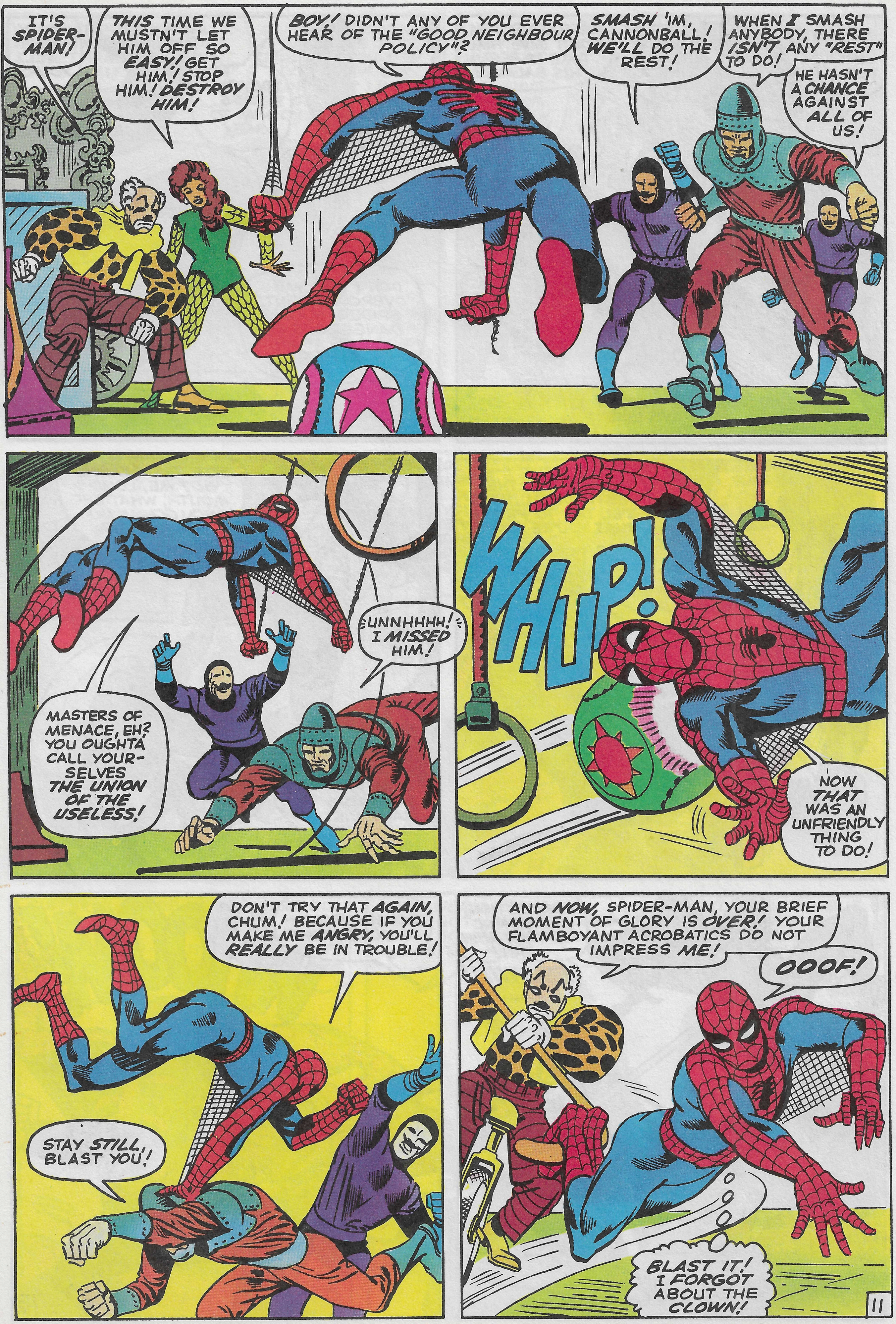
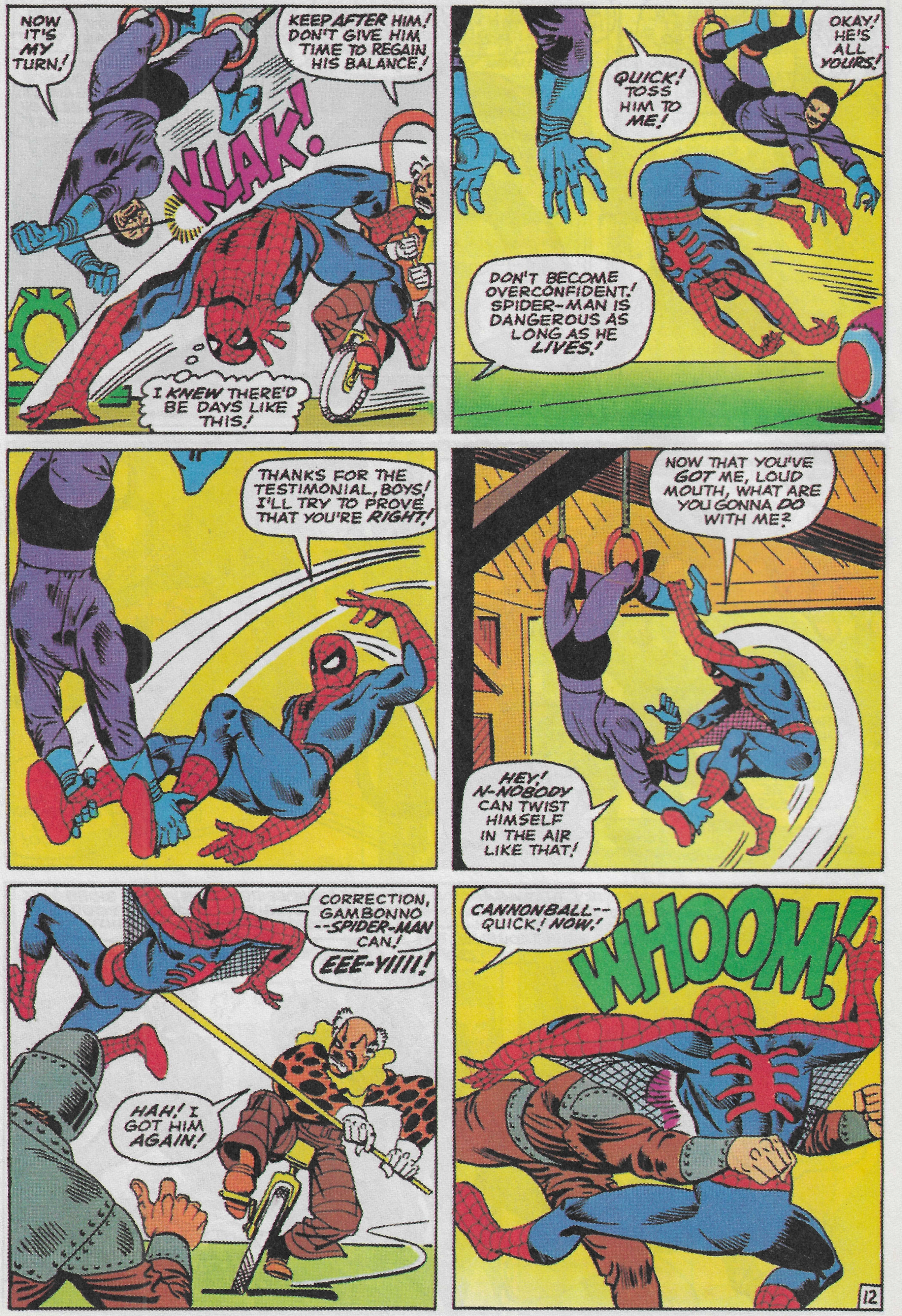
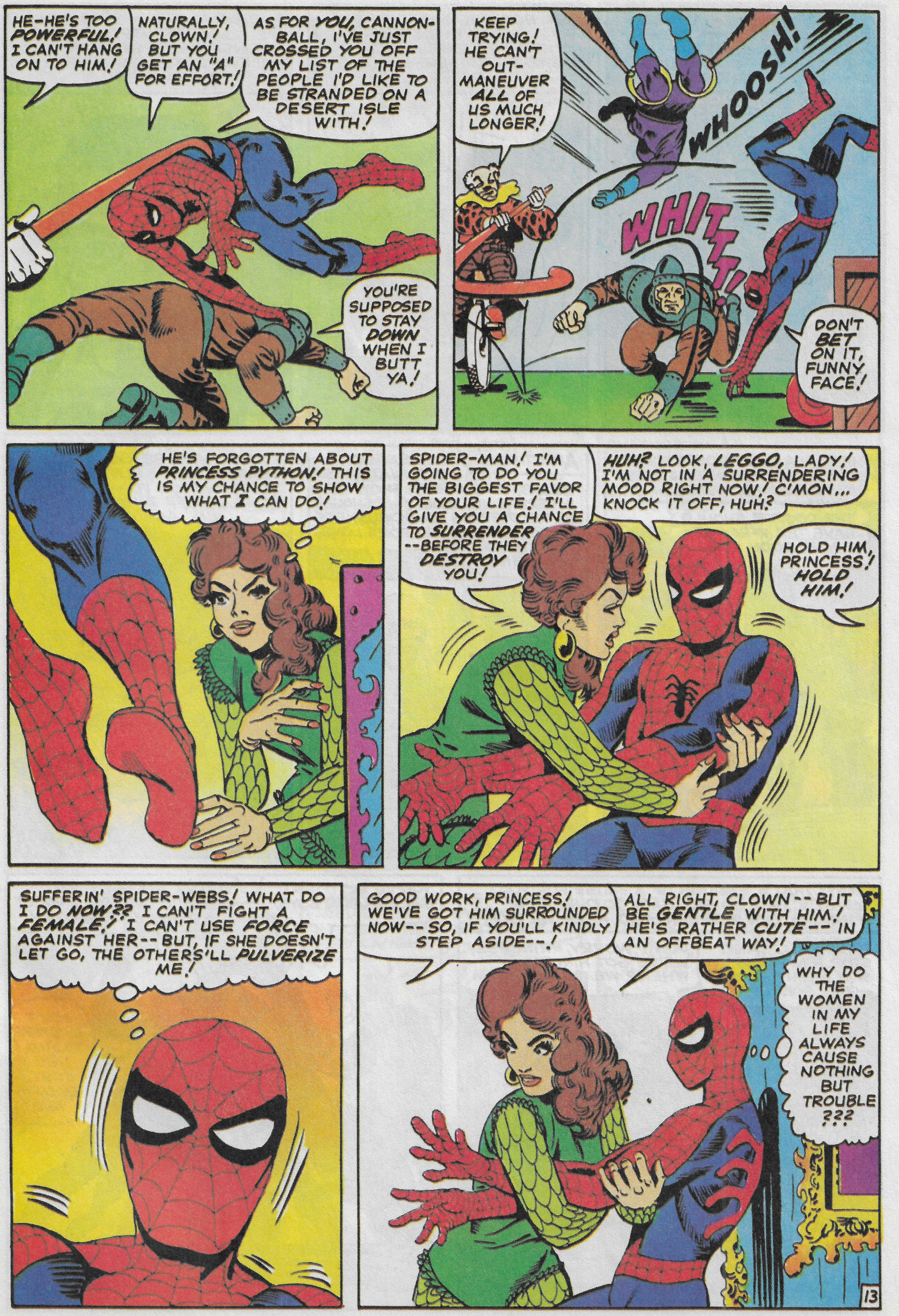

IT'S THROBBING LOUDER NOW! I'M GETTING CLOSER!
BUT, THIS DOESN'T LOOK LIKE THE KIND OF NEIGHBOURHOOD WHERE HE'D HIDE OUT!
WOW! IT'S THROBBING, AND BUZZING, AND SHAKING TO BEAT THE BAND NOW! I MUST BE ALMOST ON TOP OF HIM!
HEY -- IT'S COMING FROM THE POLICE STATION! THAT'S A NEW ONE!
LOOKS LIKE THEY BEAT ME TO IT! THEY MUST HAVE ALREADY CAPTURED THE GANG!
POLICE
BUT, ALTHOUGH SPIDEY IS RIGHT ABOUT THE RINGMASTER BEING AT HEADQUARTERS, HE'S WRONG ABOUT EVERYTHING ELSE!
OKAY, MISTER, YOUR ALIBI CHECKS OUT! BUT I STILL THINK YOU'RE MIXED UP IN THAT ART GALLERY ROBBERY!
IF I WERE, I WOULDN'T HAVE WAITED FOR YOU TO PICK ME UP! I TOLD YOU I'M THROUGH WITH CRIME!
I DON'T GET IT! HE'S WALKING OUT-- FREE AS A BIRD! WHY DIDN'T THEY HOLD HIM?
THEY WOULDN'T HAVE RELEASED HIM UNLESS HE'S INNOCENT! THERE HASN'T EVEN BEEN TIME TO SET BAIL! I'D BETTER FOLLOW HIM FOR A WHILE!
HE'S STILL THE ONLY LEAD I'VE GOT! THERE'S ALWAYS THE CHANCE HE'LL TAKE ME TO THE OTHERS!

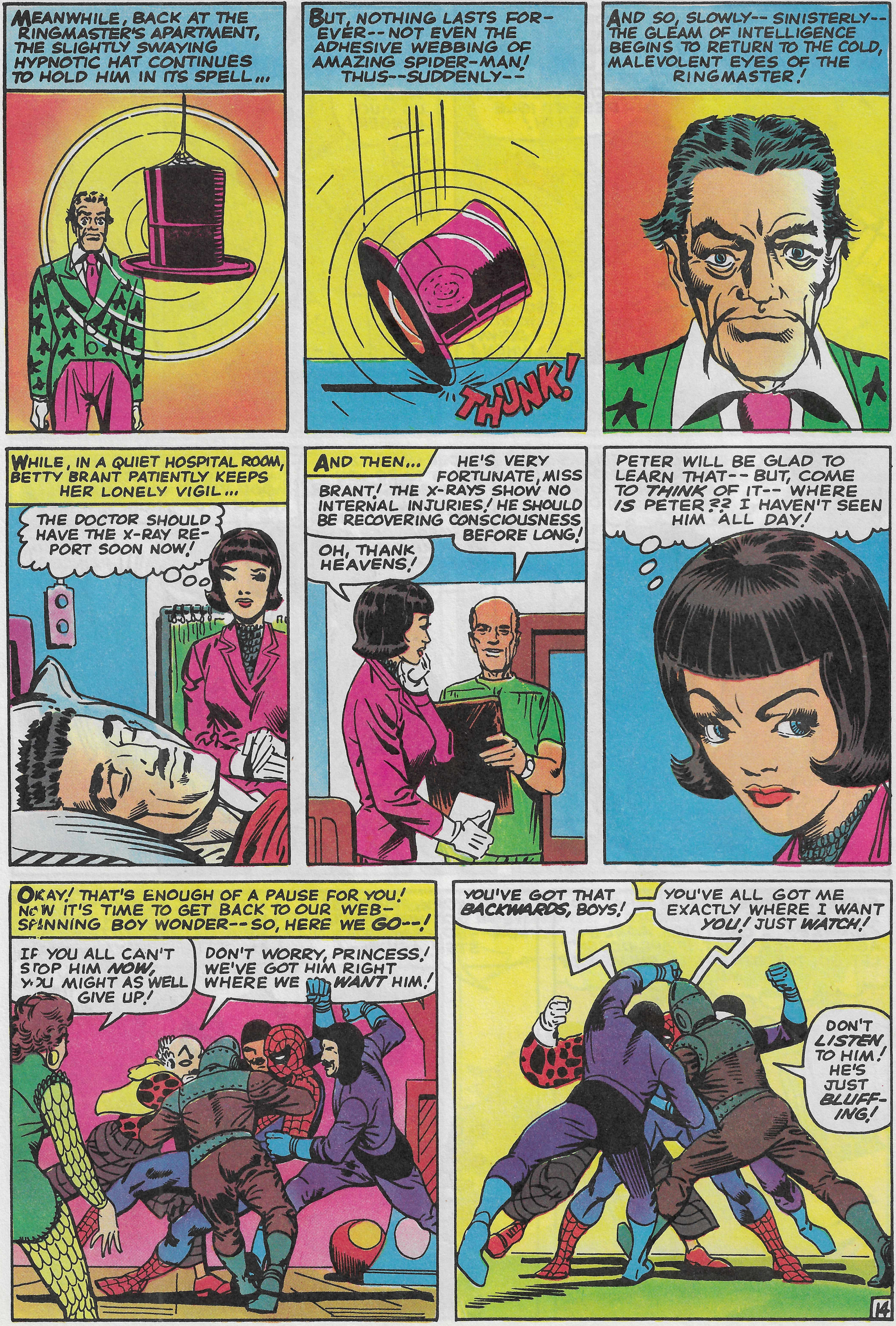

MINUTES LATER...
THOSE CRUMMY RAT FINKS! I GOT THEM ALL TOGETHER! TAUGHT THEM ALL THEY KNOW! AND NOW THEY'RE OPERATING *WITHOUT* ME! I'VE GOT A GOOD MIND TO TELL THE COPS WHERE TO *FIND* THEM!
*NO!* I'LL DO EVEN *BETTER* THAN THAT! FIRST, I'LL STEAL THE LOOT *FROM* THEM--AND *THEN* I'LL TURN THEM IN! *THAT* WILL BE POETIC JUSTICE!
*SO!* THEY BROKE UP WITH THE RING-MASTER, DID THEY?! THAT COMPLICATES THINGS FOR ME!
MY *FIRST* JOB IS TO LEARN WHERE THE *OTHERS* ARE! AND I'LL DO IT LIKE *THIS*....!
SAY, RINGMASTER--DO YOUR FRIENDS EVER CALL YOU *RINGO* FOR SHORT?
*WHA--??* WHO--WHO *SAID* THAT??
*ONE* THING'S SURE--I'M NOT TUESDAY WELD! KEEP YOUR EYES ON YOUR HAT, SON!
THAT'S IT! BACK AND FORTH! BACK AND FORTH!
IT *WORKED!* EVERY FRIENDLY NEIGHBOURHOOD SPIDEY NEEDS A HAT LIKE THAT!
NOW, SLEEPY-HEAD, SUPPOSE YOU TELL ME WHERE THE CLOWN'S HIDEOUT IS?
HE'S PROBABLY--USING *MY* OLD HIDEOUT--
--THE WAREHOUSE WHERE WE STORE ALL OUR CIRCUS EQUIPMENT--ON WEST 22ND STREET!
THANKS A HEAP, WIDE-EYES! AND NOW, IF YOU DON'T MIND, I'D LIKE TO USE YOUR PHONE!
AND IT LOOKS TO ME LIKE YOU WON'T MIND *ANYTHING* FOR A WHILE!

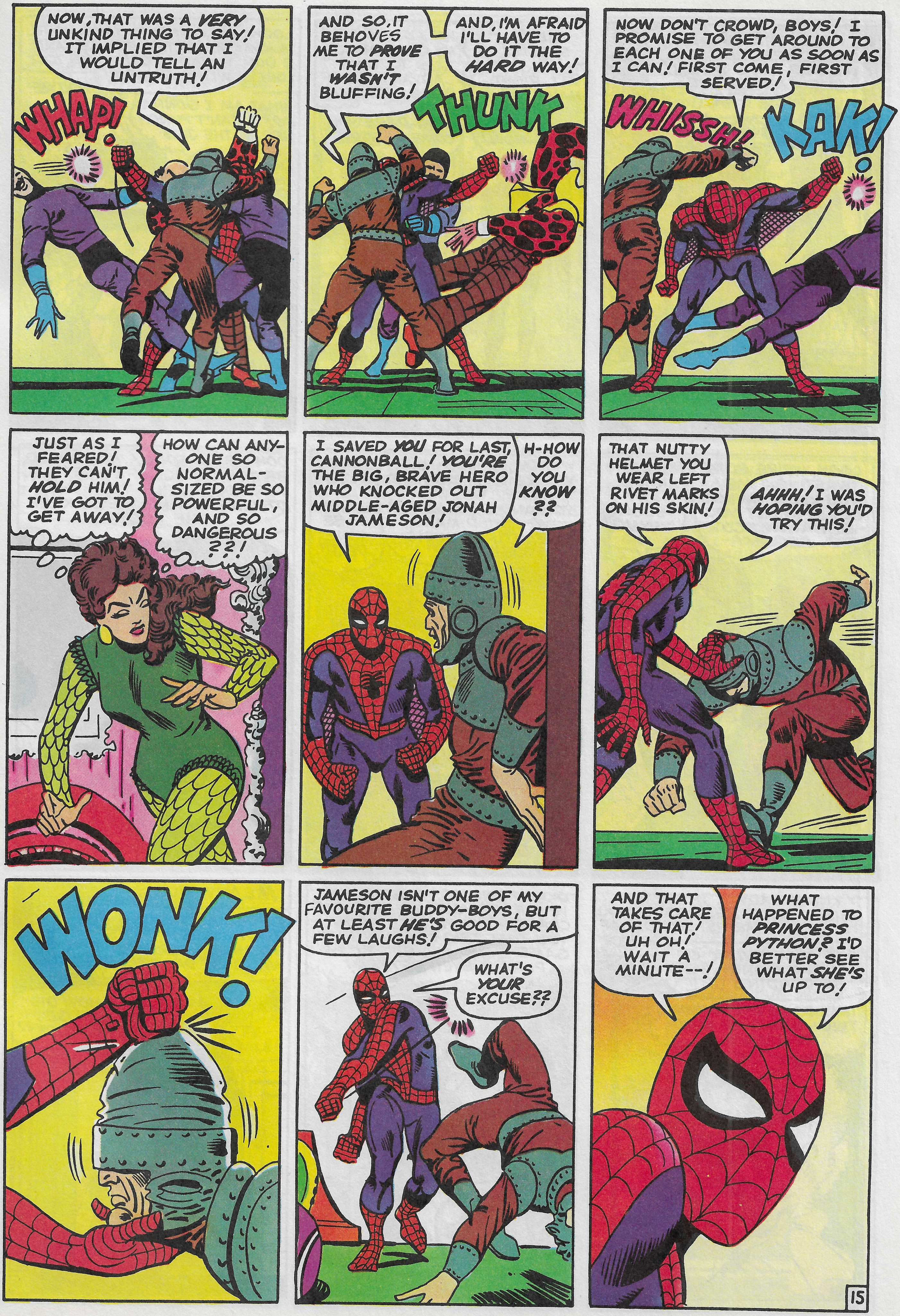

HELLO, MUNICIPAL HOSPITAL? I'M CALLING TO SEE HOW MR. JAMESON IS? ANY WORD ON HIS CONDITION YET?
JUST A MOMENT, SIR! WE'LL RING HIS FLOOR!
HELLO? THIS IS BETTY BRANT! NO, MR. JAMESON IS STILL UNCONSCIOUS! THEY'RE TAKING HIM TO *X-RAY* NOW!
THAT MUFFLED VOICE! IT SOUNDED LIKE-- SOMEONE SPEAKING THROUGH A MASK!
---THE RINGMASTER WILL HAVE TO KEEP TILL I RETURN! AND THERE'S NOTHING I CAN DO FOR JAMESON!
THAT JUST LEAVES THE *CLOWN* AND HIS CRONIES FOR ME! WELL, IT'LL BE BETTER THAN ME HANGING AROUND WITH NOTHING TO DO!
BECAUSE I'M *ONE* LITTLE WEB-SPINNER WHO LIKES TO KEEP *BUSY!*
AND, NOT VERY FAR AWAY...
GOTTA *HAND* IT TO YOU, CLOWN! WE PULLED IT OFF AS CLEAN AS A WHISTLE!
AND THIS WAS ONLY THE *BEGINNING!* BUT, WE HAVE TO GIVE OURSELVES A *NAME!*
BUT WE ALL *HAVE* NAMES! WHAT DO YOU *MEAN?*
HE MEANS A NAME FOR THE WHOLE *TEAM*-- LIKE THE *AVENGERS,* OR SOMETHIN', HUH, CLOWN?
AW, I'LL BET WE CAN COME UP WITH A *MUCH* BETTER NAME THAN THE *AVENGERS!* THAT'S A REAL CORNBALL MONIKER!
IT *SHOULD* BE A NAME WITH *DRAMA* TO IT! ONE WHICH WILL STRIKE *FEAR* INTO THE HEARTS OF THOSE WHO HEAR IT! ONE WHICH NO ONE CAN EVER FORGET!
HOW ABOUT *THE CARNIVAL CHAMPS?*
OR THE *BIG TOPPERS?*
NO-- *I'VE* GOT IT!
WHAT *IS* IT?
THE *MASTERS OF MENACE!*
THAT'S *GREAT!* IT--*HEY!* WHAT'S *THAT??*

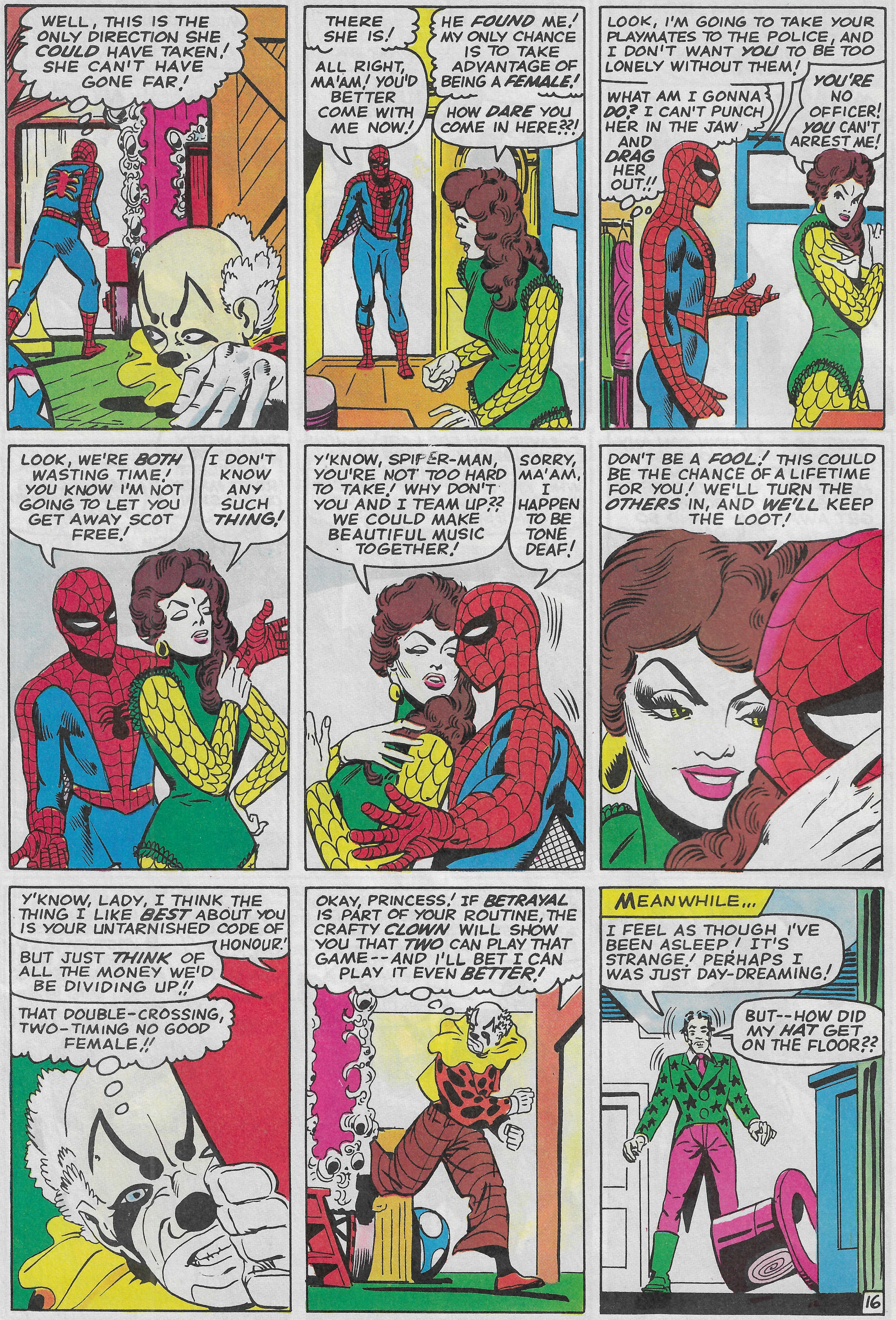

IT'S SPIDER-MAN!
THIS TIME WE MUSTN'T LET HIM OFF SO EASY! GET HIM! STOP HIM! DESTROY HIM!
BOY! DIDN'T ANY OF YOU EVER HEAR OF THE "GOOD NEIGHBOUR POLICY"?
SMASH 'IM, CANNONBALL! WE'LL DO THE REST!
WHEN I SMASH ANYBODY, THERE ISN'T ANY "REST" TO DO!
HE HASN'T A CHANCE AGAINST ALL OF US!
UNNHHHH! I MISSED HIM!
MASTERS OF MENACE, EH? YOU OUGHTA CALL YOURSELVES THE UNION OF THE USELESS!
WHUP!
NOW THAT WAS AN UNFRIENDLY THING TO DO!
DON'T TRY THAT AGAIN, CHUM! BECAUSE IF YOU MAKE ME ANGRY, YOU'LL REALLY BE IN TROUBLE!
STAY STILL, BLAST YOU!
AND NOW, SPIDER-MAN, YOUR BRIEF MOMENT OF GLORY IS OVER! YOUR FLAMBOYANT ACROBATICS DO NOT IMPRESS ME!
OOOF!
BLAST IT! I FORGOT ABOUT THE CLOWN!

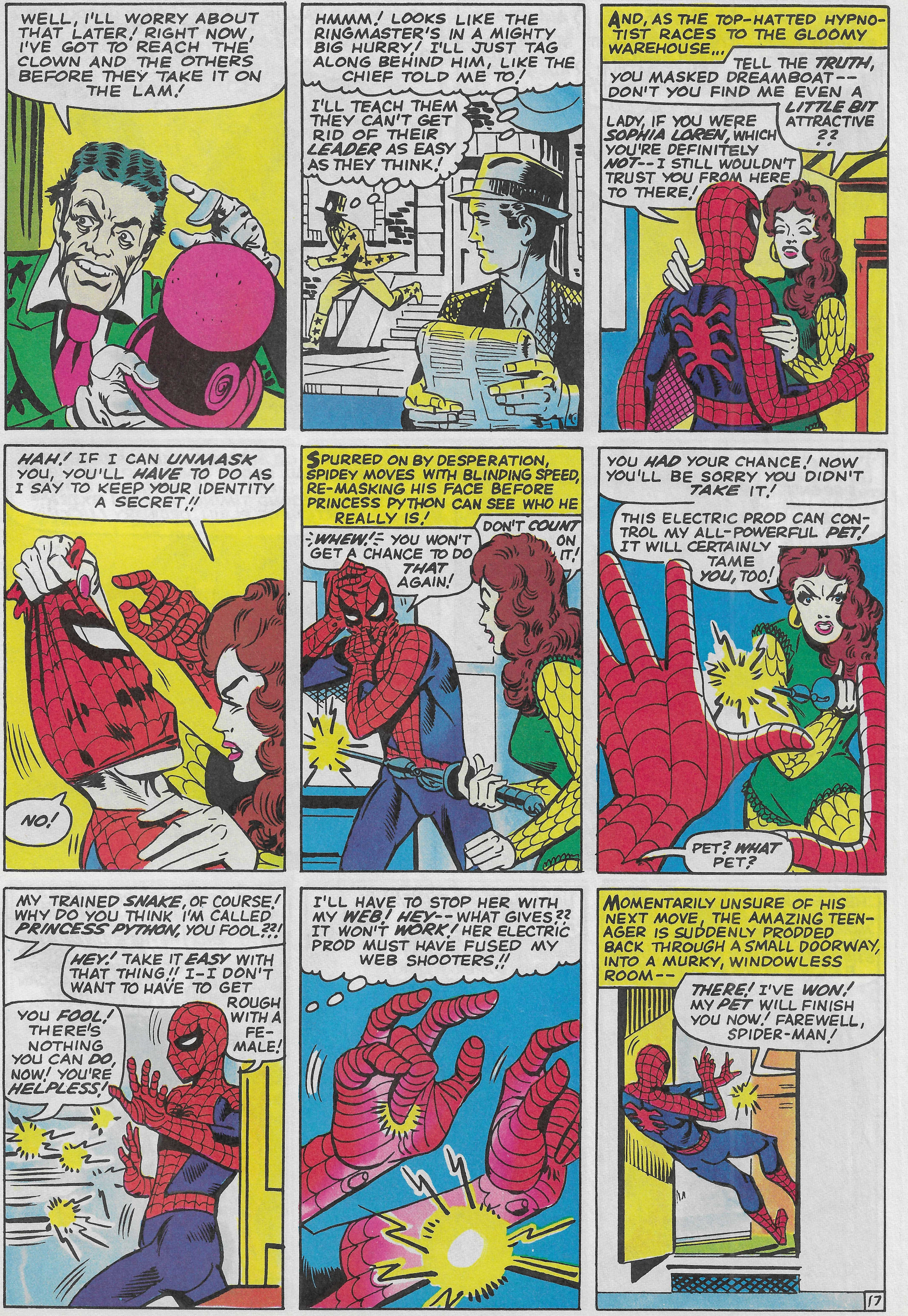

NOW IT'S *MY* TURN!
KEEP *AFTER* HIM! DON'T GIVE HIM TIME TO REGAIN HIS BALANCE!
KLAK!
I *KNEW* THERE'D BE DAYS LIKE THIS!
*QUICK!* TOSS HIM TO *ME!*
OKAY! HE'S ALL *YOURS!*
DON'T BECOME OVERCONFIDENT! SPIDER-MAN IS DANGEROUS AS LONG AS HE *LIVES!*
THANKS FOR THE TESTIMONIAL, BOYS! I'LL TRY TO PROVE THAT YOU'RE *RIGHT!*
NOW THAT YOU'VE *GOT* ME, LOUD MOUTH, WHAT ARE YOU GONNA *DO* WITH ME?
*HEY! N-NOBODY* CAN TWIST HIMSELF IN THE AIR LIKE THAT!
CORRECTION, GAMBONNO --*SPIDER-MAN* CAN! *EEE-YIIII!*
*HAH!* I GOT HIM *AGAIN!*
CANNONBALL-- QUICK! *NOW!*
WHOOM!

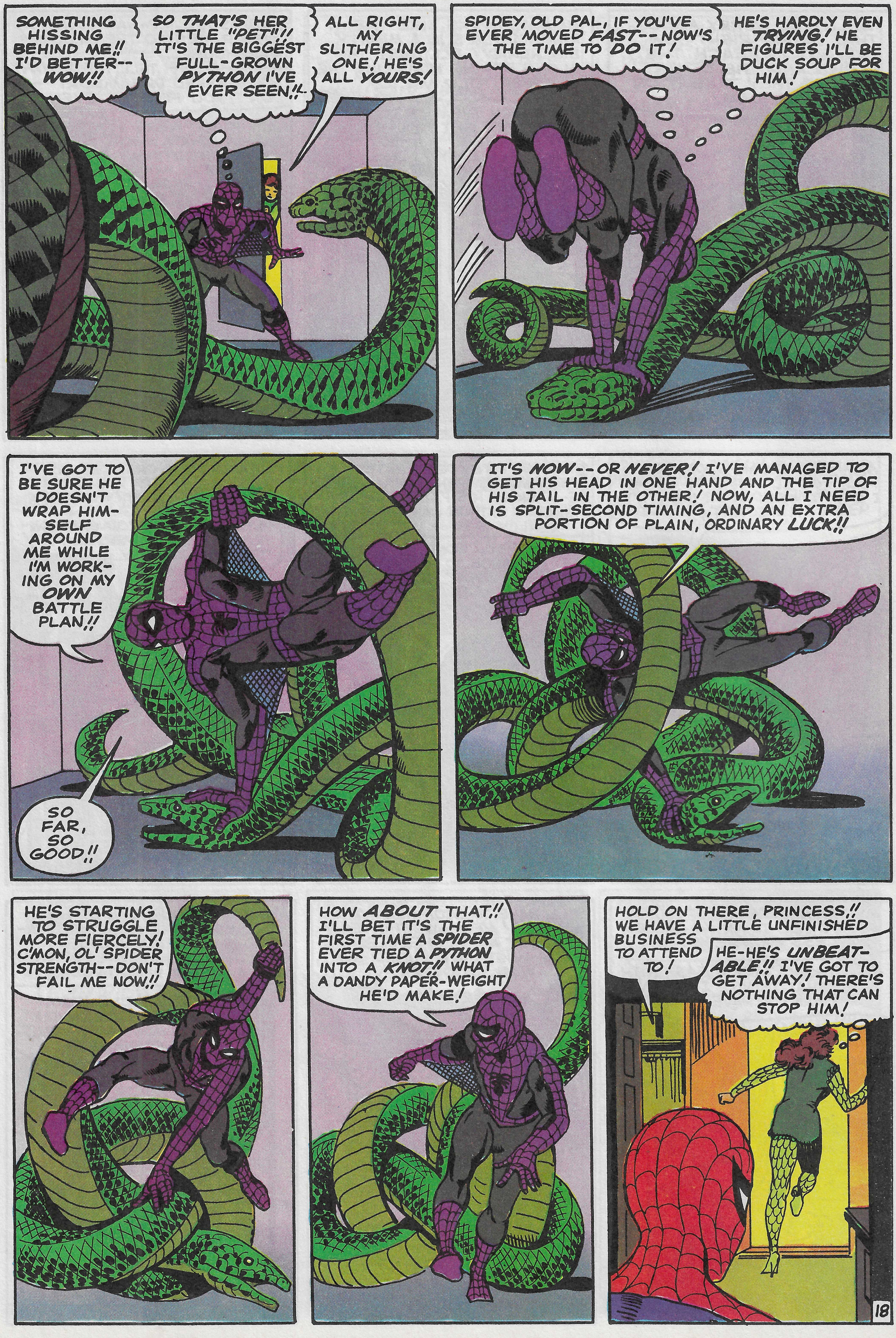

HE-HE'S TOO POWERFUL! I CAN'T HANG ON TO HIM!
NATURALLY, CLOWN! BUT YOU GET AN "A" FOR EFFORT!
AS FOR YOU, CANNON-BALL, I'VE JUST CROSSED YOU OFF MY LIST OF THE PEOPLE I'D LIKE TO BE STRANDED ON A DESERT ISLE WITH!
YOU'RE SUPPOSED TO STAY DOWN WHEN I BUTT YA!
KEEP TRYING! HE CAN'T OUT-MANEUVER ALL OF US MUCH LONGER!
WHOOSH!
WHITZZZ!
DON'T BET ON IT, FUNNY FACE!
HE'S FORGOTTEN ABOUT PRINCESS PYTHON! THIS IS MY CHANCE TO SHOW WHAT I CAN DO!
SPIDER-MAN! I'M GOING TO DO YOU THE BIGGEST FAVOR OF YOUR LIFE! I'LL GIVE YOU A CHANCE TO SURRENDER --BEFORE THEY DESTROY YOU!
HUH? LOOK, LEGGO, LADY! I'M NOT IN A SURRENDERING MOOD RIGHT NOW! C'MON... KNOCK IT OFF, HUH?
HOLD HIM, PRINCESS! HOLD HIM!
SUFFERIN' SPIDER-WEBS! WHAT DO I DO NOW?? I CAN'T FIGHT A FEMALE! I CAN'T USE FORCE AGAINST HER-- BUT, IF SHE DOESN'T LET GO, THE OTHERS'LL PULVERIZE ME!
GOOD WORK, PRINCESS! WE'VE GOT HIM SURROUNDED NOW-- SO, IF YOU'LL KINDLY STEP ASIDE--!
ALL RIGHT, CLOWN-- BUT BE GENTLE WITH HIM! HE'S RATHER CUTE-- IN AN OFFBEAT WAY!
WHY DO THE WOMEN IN MY LIFE ALWAYS CAUSE NOTHING BUT TROUBLE ???

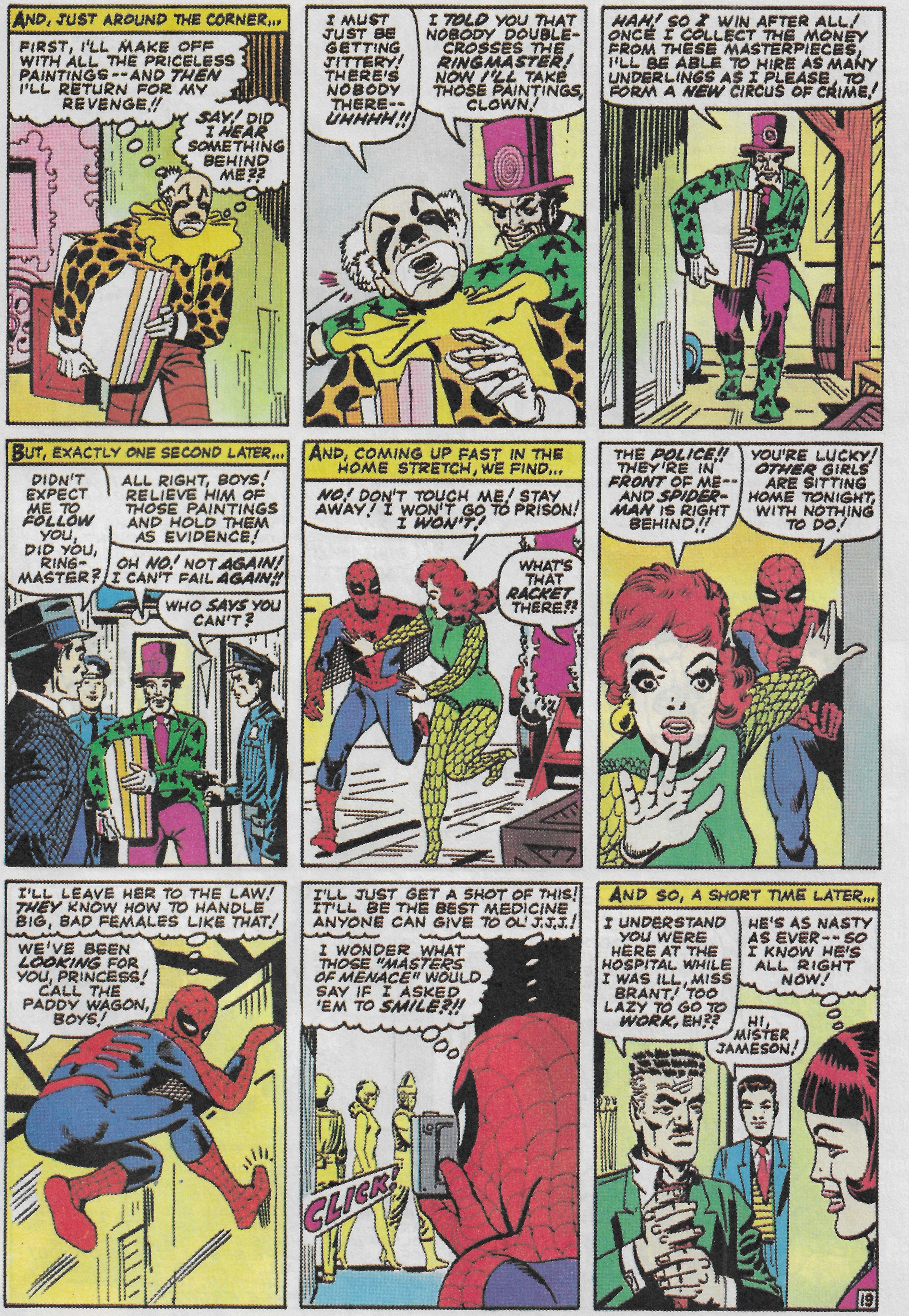

MEANWHILE, BACK AT THE RINGMASTER'S APARTMENT, THE SLIGHTLY SWAYING HYPNOTIC HAT CONTINUES TO HOLD HIM IN ITS SPELL...
BUT, NOTHING LASTS FOREVER-- NOT EVEN THE ADHESIVE WEBBING OF AMAZING SPIDER-MAN! THUS--SUDDENLY--
THUNK!
AND SO, SLOWLY-- SINISTERLY-- THE GLEAM OF INTELLIGENCE BEGINS TO RETURN TO THE COLD, MALEVOLENT EYES OF THE RINGMASTER!
WHILE, IN A QUIET HOSPITAL ROOM, BETTY BRANT PATIENTLY KEEPS HER LONELY VIGIL...
THE DOCTOR SHOULD HAVE THE X-RAY REPORT SOON NOW!
AND THEN...
HE'S VERY FORTUNATE, MISS BRANT! THE X-RAYS SHOW NO INTERNAL INJURIES! HE SHOULD BE RECOVERING CONSCIOUSNESS BEFORE LONG!
OH, THANK HEAVENS!
PETER WILL BE GLAD TO LEARN THAT-- BUT, COME TO *THINK* OF IT-- WHERE *IS* PETER?? I HAVEN'T SEEN HIM ALL DAY!
OKAY! THAT'S ENOUGH OF A PAUSE FOR YOU! NOW IT'S TIME TO GET BACK TO OUR WEB-SPINNING BOY WONDER-- SO, HERE WE *GO*--!
IF YOU ALL CAN'T STOP HIM *NOW*, YOU MIGHT AS WELL GIVE UP!
DON'T WORRY, PRINCESS! WE'VE GOT HIM RIGHT WHERE WE *WANT* HIM!
YOU'VE GOT THAT *BACKWARDS*, BOYS!
YOU'VE ALL GOT ME EXACTLY WHERE I WANT *YOU*! JUST *WATCH*!
DON'T *LISTEN* TO HIM! HE'S JUST *BLUFFING*!

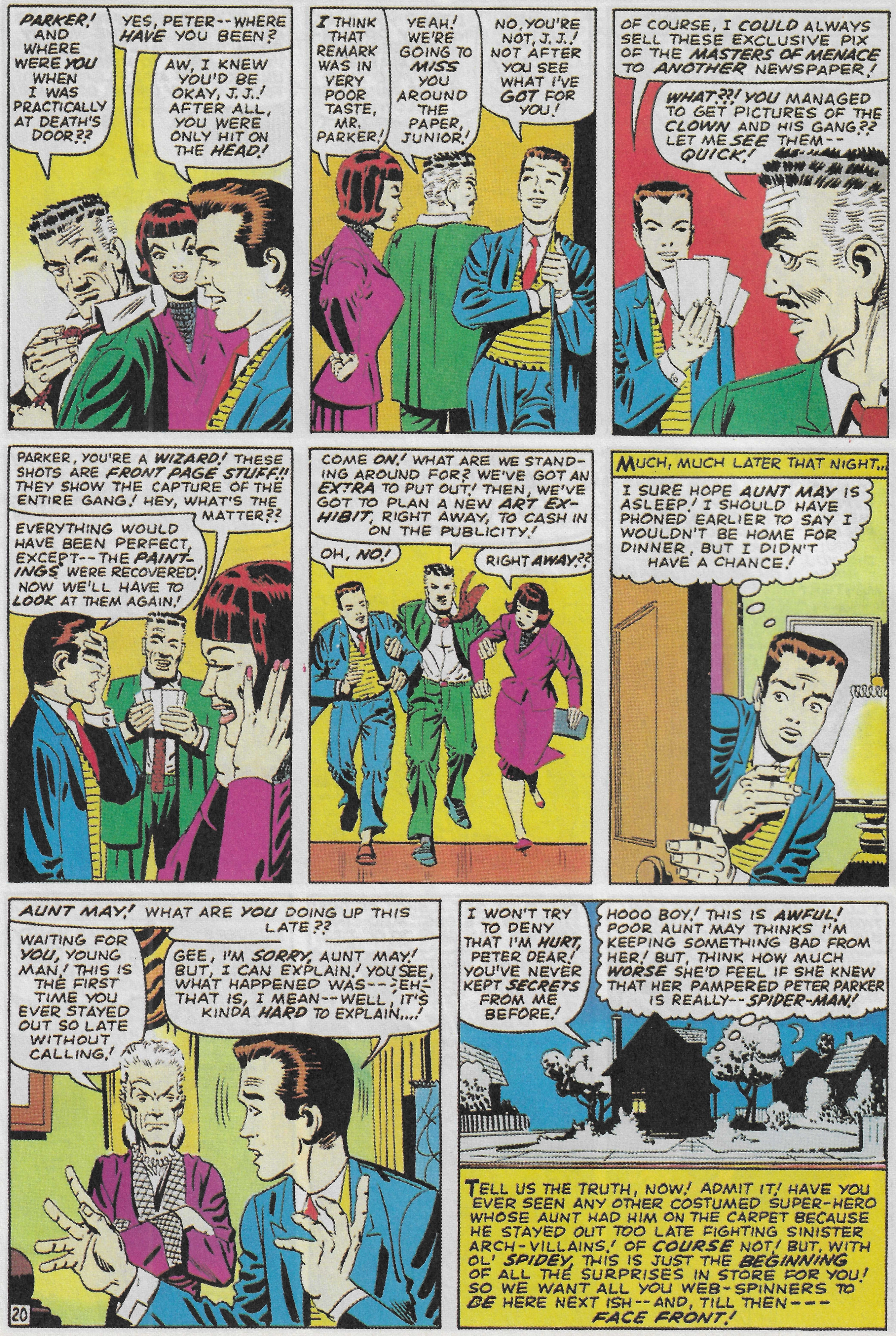

NOW, THAT WAS A *VERY* UNKIND THING TO SAY! IT IMPLIED THAT I WOULD TELL AN UNTRUTH!
WHAP!
AND SO, IT BEHOVES ME TO *PROVE* THAT I *WASN'T* BLUFFING!
AND, I'M AFRAID I'LL HAVE TO DO IT THE *HARD* WAY!
THUNK
NOW DON'T CROWD, BOYS! I PROMISE TO GET AROUND TO EACH ONE OF YOU AS SOON AS I CAN! FIRST COME, FIRST SERVED!
WHISSH!
KAK!
JUST AS I FEARED! THEY CAN'T *HOLD* HIM! I'VE GOT TO GET AWAY!
HOW CAN ANYONE SO NORMAL-SIZED BE SO POWERFUL, AND SO DANGEROUS??!
I SAVED *YOU* FOR LAST, CANNONBALL! *YOU'RE* THE BIG, BRAVE HERO WHO KNOCKED OUT MIDDLE-AGED JONAH JAMESON!
H-HOW DO YOU *KNOW*??
THAT NUTTY HELMET YOU WEAR LEFT RIVET MARKS ON HIS SKIN!
*AHHH!* I WAS *HOPING* YOU'D TRY THIS!
WONK!
JAMESON ISN'T ONE OF MY FAVOURITE BUDDY-BOYS, BUT AT LEAST *HE'S* GOOD FOR A FEW LAUGHS!
WHAT'S *YOUR* EXCUSE??
AND THAT TAKES CARE OF THAT! UH OH! WAIT A MINUTE--!
WHAT HAPPENED TO *PRINCESS PYTHON*? I'D BETTER SEE WHAT *SHE'S* UP TO!


WELL, THIS IS THE ONLY DIRECTION SHE *COULD* HAVE TAKEN! SHE CAN'T HAVE GONE FAR!
THERE SHE IS!
ALL RIGHT, MA'AM! YOU'D BETTER COME WITH ME NOW!
HE *FOUND* ME! MY ONLY CHANCE IS TO TAKE ADVANTAGE OF BEING A *FEMALE*!
HOW *DARE* YOU COME IN HERE??!
LOOK, I'M GOING TO TAKE YOUR PLAYMATES TO THE POLICE, AND I DON'T WANT *YOU* TO BE TOO LONELY WITHOUT THEM!
WHAT AM I GONNA *DO?* I CAN'T PUNCH HER IN THE JAW AND *DRAG* HER OUT!!
*YOU'RE* NO OFFICER! *YOU* CAN'T ARREST ME!
LOOK, WE'RE *BOTH* WASTING TIME! YOU KNOW I'M NOT GOING TO LET YOU GET AWAY SCOT FREE!
I DON'T KNOW ANY SUCH *THING*!
Y'KNOW, SPIFER-MAN, YOU'RE NOT TOO HARD TO TAKE! WHY DON'T YOU AND I TEAM UP?? WE COULD MAKE BEAUTIFUL MUSIC TOGETHER!
SORRY, MA'AM, I HAPPEN TO BE TONE DEAF!
DON'T BE A *FOOL*! THIS COULD BE THE CHANCE OF A LIFETIME FOR YOU! WE'LL TURN THE *OTHERS* IN, AND *WE'LL* KEEP THE LOOT!
Y'KNOW, LADY, I THINK THE THING I LIKE *BEST* ABOUT YOU IS YOUR UNTARNISHED CODE OF HONOUR!
BUT JUST *THINK* OF ALL THE MONEY WE'D BE DIVIDING UP!!
THAT DOUBLE-CROSSING, TWO-TIMING NO GOOD FEMALE!!
OKAY, PRINCESS! IF *BETRAYAL* IS PART OF YOUR ROUTINE, THE CRAFTY *CLOWN* WILL SHOW YOU THAT *TWO* CAN PLAY THAT GAME--AND I'LL BET I CAN PLAY IT EVEN *BETTER*!
MEANWHILE...
I FEEL AS THOUGH I'VE BEEN ASLEEP! IT'S STRANGE! PERHAPS I WAS JUST DAY-DREAMING!
BUT--HOW DID MY *HAT* GET ON THE FLOOR??


WELL, I'LL WORRY ABOUT THAT LATER! RIGHT NOW, I'VE GOT TO REACH THE CLOWN AND THE OTHERS BEFORE THEY TAKE IT ON THE LAM!
HMMM! LOOKS LIKE THE RINGMASTER'S IN A MIGHTY BIG HURRY! I'LL JUST TAG ALONG BEHIND HIM, LIKE THE CHIEF TOLD ME TO!
I'LL TEACH THEM THEY CAN'T GET RID OF THEIR LEADER AS EASY AS THEY THINK!
AND, AS THE TOP-HATTED HYPNOTIST RACES TO THE GLOOMY WAREHOUSE...
TELL THE TRUTH, YOU MASKED DREAMBOAT--DON'T YOU FIND ME EVEN A LITTLE BIT ATTRACTIVE ??
LADY, IF YOU WERE SOPHIA LOREN, WHICH YOU'RE DEFINITELY NOT--I STILL WOULDN'T TRUST YOU FROM HERE TO THERE!
HAH! IF I CAN UNMASK YOU, YOU'LL HAVE TO DO AS I SAY TO KEEP YOUR IDENTITY A SECRET!!
NO!
SPURRED ON BY DESPERATION, SPIDEY MOVES WITH BLINDING SPEED, RE-MASKING HIS FACE BEFORE PRINCESS PYTHON CAN SEE WHO HE REALLY IS!
WHEW! YOU WON'T GET A CHANCE TO DO THAT AGAIN!
DON'T COUNT ON IT!
YOU HAD YOUR CHANCE! NOW YOU'LL BE SORRY YOU DIDN'T TAKE IT!
THIS ELECTRIC PROD CAN CONTROL MY ALL-POWERFUL PET! IT WILL CERTAINLY TAME YOU, TOO!
PET? WHAT PET?
MY TRAINED SNAKE, OF COURSE! WHY DO YOU THINK I'M CALLED PRINCESS PYTHON, YOU FOOL??!
HEY! TAKE IT EASY WITH THAT THING!! I-I DON'T WANT TO HAVE TO GET ROUGH WITH A FEMALE!
YOU FOOL! THERE'S NOTHING YOU CAN DO, NOW! YOU'RE HELPLESS!
I'LL HAVE TO STOP HER WITH MY WEB! HEY--WHAT GIVES?? IT WON'T WORK! HER ELECTRIC PROD MUST HAVE FUSED MY WEB SHOOTERS!!
MOMENTARILY UNSURE OF HIS NEXT MOVE, THE AMAZING TEENAGER IS SUDDENLY PRODDED BACK THROUGH A SMALL DOORWAY, INTO A MURKY, WINDOWLESS ROOM--
THERE! I'VE WON! MY PET WILL FINISH YOU NOW! FAREWELL, SPIDER-MAN!


SOMETHING HISSING BEHIND ME!! I'D BETTER-- WOW!!
SO THAT'S HER LITTLE "PET"!! IT'S THE BIGGEST FULL-GROWN PYTHON I'VE EVER SEEN!!
ALL RIGHT, MY SLITHERING ONE! HE'S ALL YOURS!
SPIDEY, OLD PAL, IF YOU'VE EVER MOVED FAST-- NOW'S THE TIME TO DO IT!
HE'S HARDLY EVEN TRYING! HE FIGURES I'LL BE DUCK SOUP FOR HIM!
I'VE GOT TO BE SURE HE DOESN'T WRAP HIMSELF AROUND ME WHILE I'M WORKING ON MY OWN BATTLE PLAN!!
SO FAR, SO GOOD!!
IT'S NOW-- OR NEVER! I'VE MANAGED TO GET HIS HEAD IN ONE HAND AND THE TIP OF HIS TAIL IN THE OTHER! NOW, ALL I NEED IS SPLIT-SECOND TIMING, AND AN EXTRA PORTION OF PLAIN, ORDINARY LUCK!!
HE'S STARTING TO STRUGGLE MORE FIERCELY! C'MON, OL' SPIDER STRENGTH-- DON'T FAIL ME NOW!!
HOW ABOUT THAT!! I'LL BET IT'S THE FIRST TIME A SPIDER EVER TIED A PYTHON INTO A KNOT!! WHAT A DANDY PAPER-WEIGHT HE'D MAKE!
HOLD ON THERE, PRINCESS!! WE HAVE A LITTLE UNFINISHED BUSINESS TO ATTEND TO!
HE-HE'S UNBEATABLE!! I'VE GOT TO GET AWAY! THERE'S NOTHING THAT CAN STOP HIM!


AND, JUST AROUND THE CORNER...
FIRST, I'LL MAKE OFF WITH ALL THE PRICELESS PAINTINGS--AND THEN I'LL RETURN FOR MY REVENGE!!
SAY! DID I HEAR SOMETHING BEHIND ME??
I MUST JUST BE GETTING JITTERY! THERE'S NOBODY THERE-- UHHHH!!
I TOLD YOU THAT NOBODY DOUBLE-CROSSES THE RINGMASTER! NOW I'LL TAKE THOSE PAINTINGS, CLOWN!
HAH! SO I WIN AFTER ALL! ONCE I COLLECT THE MONEY FROM THESE MASTERPIECES, I'LL BE ABLE TO HIRE AS MANY UNDERLINGS AS I PLEASE, TO FORM A NEW CIRCUS OF CRIME!
BUT, EXACTLY ONE SECOND LATER...
DIDN'T EXPECT ME TO FOLLOW YOU, DID YOU, RINGMASTER?
ALL RIGHT, BOYS! RELIEVE HIM OF THOSE PAINTINGS AND HOLD THEM AS EVIDENCE!
OH NO! NOT AGAIN! I CAN'T FAIL AGAIN!!
WHO SAYS YOU CAN'T?
AND, COMING UP FAST IN THE HOME STRETCH, WE FIND...
NO! DON'T TOUCH ME! STAY AWAY! I WON'T GO TO PRISON! I WON'T!
WHAT'S THAT RACKET THERE??
THE POLICE!! THEY'RE IN FRONT OF ME-- AND SPIDER-MAN IS RIGHT BEHIND!!
YOU'RE LUCKY! OTHER GIRLS ARE SITTING HOME TONIGHT, WITH NOTHING TO DO!
I'LL LEAVE HER TO THE LAW! THEY KNOW HOW TO HANDLE BIG, BAD FEMALES LIKE THAT!
WE'VE BEEN LOOKING FOR YOU, PRINCESS! CALL THE PADDY WAGON, BOYS!
I'LL JUST GET A SHOT OF THIS! IT'LL BE THE BEST MEDICINE ANYONE CAN GIVE TO OL' J.J.J.!
I WONDER WHAT THOSE "MASTERS OF MENACE" WOULD SAY IF I ASKED 'EM TO SMILE?!!
CLICK!
AND SO, A SHORT TIME LATER...
I UNDERSTAND YOU WERE HERE AT THE HOSPITAL WHILE I WAS ILL, MISS BRANT! TOO LAZY TO GO TO WORK, EH??
HE'S AS NASTY AS EVER--SO I KNOW HE'S ALL RIGHT NOW!
HI, MISTER JAMESON!


PARKER! AND WHERE WERE YOU WHEN I WAS PRACTICALLY AT DEATH'S DOOR??
YES, PETER--WHERE HAVE YOU BEEN?
AW, I KNEW YOU'D BE OKAY, J.J.! AFTER ALL, YOU WERE ONLY HIT ON THE HEAD!
I THINK THAT REMARK WAS IN VERY POOR TASTE, MR. PARKER!
YEAH! WE'RE GOING TO MISS YOU AROUND THE PAPER, JUNIOR!
NO, YOU'RE NOT, J.J.! NOT AFTER YOU SEE WHAT I'VE GOT FOR YOU!
OF COURSE, I COULD ALWAYS SELL THESE EXCLUSIVE PIX OF THE MASTERS OF MENACE TO ANOTHER NEWSPAPER!
WHAT??! YOU MANAGED TO GET PICTURES OF THE CLOWN AND HIS GANG?? LET ME SEE THEM--QUICK!
PARKER, YOU'RE A WIZARD! THESE SHOTS ARE FRONT PAGE STUFF!! THEY SHOW THE CAPTURE OF THE ENTIRE GANG! HEY, WHAT'S THE MATTER??
EVERYTHING WOULD HAVE BEEN PERFECT, EXCEPT--THE PAINTINGS WERE RECOVERED! NOW WE'LL HAVE TO LOOK AT THEM AGAIN!
COME ON! WHAT ARE WE STANDING AROUND FOR? WE'VE GOT AN EXTRA TO PUT OUT! THEN, WE'VE GOT TO PLAN A NEW ART EXHIBIT, RIGHT AWAY, TO CASH IN ON THE PUBLICITY!
OH, NO!
RIGHT AWAY??
MUCH, MUCH LATER THAT NIGHT...
I SURE HOPE AUNT MAY IS ASLEEP! I SHOULD HAVE PHONED EARLIER TO SAY I WOULDN'T BE HOME FOR DINNER, BUT I DIDN'T HAVE A CHANCE!
AUNT MAY! WHAT ARE YOU DOING UP THIS LATE??
WAITING FOR YOU, YOUNG MAN! THIS IS THE FIRST TIME YOU EVER STAYED OUT SO LATE WITHOUT CALLING!
GEE, I'M SORRY, AUNT MAY! BUT, I CAN EXPLAIN! YOU SEE, WHAT HAPPENED WAS--EH--THAT IS, I MEAN--WELL, IT'S KINDA HARD TO EXPLAIN....!
I WON'T TRY TO DENY THAT I'M HURT, PETER DEAR! YOU'VE NEVER KEPT SECRETS FROM ME BEFORE!
HOOO BOY! THIS IS AWFUL! POOR AUNT MAY THINKS I'M KEEPING SOMETHING BAD FROM HER! BUT, THINK HOW MUCH WORSE SHE'D FEEL IF SHE KNEW THAT HER PAMPERED PETER PARKER IS REALLY--SPIDER-MAN!
TELL US THE TRUTH, NOW! ADMIT IT! HAVE YOU EVER SEEN ANY OTHER COSTUMED SUPER-HERO WHOSE AUNT HAD HIM ON THE CARPET BECAUSE HE STAYED OUT TOO LATE FIGHTING SINISTER ARCH-VILLAINS! OF COURSE NOT! BUT, WITH OL' SPIDEY, THIS IS JUST THE BEGINNING OF ALL THE SURPRISES IN STORE FOR YOU! SO WE WANT ALL YOU WEB-SPINNERS TO BE HERE NEXT ISH--AND, TILL THEN---FACE FRONT!

# EXPLOITS EXTRA

## SO WHAT DO YOU THINK OF IT SO FAR?

Write today to: **EXPLOITS EXTRA, Marvel Comics UK Ltd., Arundel House, 13/15 Arundel St., London WC2R 3DX.** All letters to be considered for publication must include your full name and address. Letters may be edited for reasons of space. Win a marvellous **Spider-Man Hologram Set** by writing the **thwipiest** letter, each issue!

### CARRY ON CAMPING.

**Keep up the good work on your excellent magazine. The Maximum Carnage storyline is just great. I took Issue #24 on holiday and for two weeks I was never bored, even though I read it from cover to cover, over and over again.**

**Do you have any magazines covering Spider-Man merchandising. If so can I have a copy?**

**Matt Sutton**
**Burkey Lancs**

*We're glad to see that Exploits kept you amused on holiday, although it sounds like you didn't do much of anything except read your Exploits. Ah well, each to their own. In answer to your question, there are no publications dedicated to Spidey merchandising.*

### CARRY ON DON'T LOSE YOUR HEAD.

**The secret is out! I've discovered the truth!! Remember when the Scorpion tried to silence J.Jonah Jameson in Exploits #25? Well, he didn't intend to kill the publisher to keep him quiet. Oh no, he'd arranged something much more cruel and ingenious than that! As the cover revealed, the true plan was to glue Jolly Jonah's cigar to his mouth! How else could ol' JJ lie unconscious on the floor and still manage to puff away at his stogie?! Take a look for yourself if you don't believe me!**

**Hah! Mac Gargan has a sense of humour, after all!**

**Kevin Barron**
**N. Humberside**

Close, Kevin but no cigar: what actually happened was this, during the fight in question a stray strand of Spidey's web fluid splashed on to J.J's mouth and stuck his cigar to his lips.

### CARRY ON CONSTABLE.

**I think your comic is one of the best I've ever seen! It really captures the whole life of Peter Parker a.k.a. Spider-Man. I am a new reader and have only been collecting Exploits from Issue #23. After reading #25 I felt I had to write. I love the Maximum Carnage story, it's the best I've read so far. It also features my favourite Super Villain, Venom! I also like the 2099 titles such as The Fall of the Hammer. The old Spidey story featuring the Scorpion was also excellent, I can't wait to see more of him in the future!**

**Finally, here are a few questions about the Spidey film:**

**1) When will the film be coming out at the cinema?**

**2) Will it be played by actors or is it done by animation?**

**Bye, and thanks for such an awesome comic!**

**Tasi Kyriacou**
**Chorlton Manchester**

Thank you for your questions and comments Tasi and welcome aboard the rollercoaster extravaganza of excitement that is Exploits of Spider-Man. (Oh we just love sounding like sad old Radio One DJs here at Exploits Extra). In answer to your questions regarding the Spider-Man movie, might we direct your attention to the Spider-Man Film Info page entitled The Tangled Web, on page 51, where we hope to bring you up to the minute info on how the new film is progressing. As to when the film will be at the cinema, well we're afraid you're going to have to be a bit patient. Casting has yet to be finalised and filming hasn't even begun, so at a rough guess don't expect the finished article until at least 1996. In answer to your second question, it will definitely be a 'live action' movie and is being written & directed by James Cameron.

In the meantime, work has recently been completed on an animated Spider-Man TV series which should be heading our way later this year ,or beginning early in 1995. So keep watching the SKY. Well, that's it for another issue, see you all next time .

# COMP' FRENZY II!

...LETS GO TAME A WILD CITY!

## NEXT ISSUE:

**"LOWER LOWER! HIGHER HIGHER!!":** Aren't competitions just wonderful! Just think about it. Each month you spend your money buying the latest instalment of your favourite Web-Slinger and as an added bonus you get a totally free chance to win all sorts of fantastic goodies. Well, next month is no exception, as we here at Exploits Extra Central bring you phase 2 of our masterful computer game master plan with a chance to win a truly excellent Nintendo game system and a mystery Nintendo game star prize. All this plus the usual pulse-pumping Spidey action.

**ISSUE #28 ON SALE: 20th Oct.**

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